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
SHAKER ADVERTISING AGENCY EMPLOYEES' 401(K) PLAN

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 04/01/1995

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

SHAKER ADVERTISING AGENCY

1100 LAKE STREET
OAK PARK, IL 60301

2b Employer Identification Number (EIN)
36-2683937

2c Sponsor's telephone number
708-358-0316

2d Business code (see instructions)
541800

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.	08/15/2013	DEREK BRIGGS
	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**	138
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**	86
b	Retired or separated participants receiving benefits	**6b**	0
c	Other retired or separated participants entitled to future benefits	**6c**	55
d	Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	141
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	**6e**	0
f	Total. Add lines **6d** and **6e**	**6f**	141
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	113
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	3
7	Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions:
2E 2F 2G 2J 2K 2S 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	**B** Three-digit plan number (PN) ▶
SHAKER ADVERTISING AGENCY EMPLOYEES' 401(K) PLAN	001
C Plan sponsor's name as shown on line 2a of Form 5500	**D** Employer Identification Number (EIN)
SHAKER ADVERTISING AGENCY	36-2683937

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

ASTON

20-4747475

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

FIDELITY INVESTMENTS

06-1194217

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

MFS

04-2747644

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

PIMCO FUNDS

92-6464603

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

VICTORY

13-2700161

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

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

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

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

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)

WELLS FARGO BANK, N.A.

94-1347393

(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 37 49 50 52 60 62 63 64	SERVICE PROVIDER	578	Yes [X] No [ ]	Yes [X] No [ ]	0	Yes [ ] No [X]

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

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

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

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

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

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

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

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

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

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

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

Part I Service Provider Information (continued)

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

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

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

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

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

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

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

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

Part III Termination Information on Accountants and Enrolled Actuaries (see instructions)

(complete as many entries as needed)

a	Name:	**b** EIN:
c	Position:	
d	Address:	**e** Telephone:

Explanation:

a	Name:	**b** EIN:
c	Position:	
d	Address:	**e** Telephone:

Explanation:

a	Name:	**b** EIN:
c	Position:	
d	Address:	**e** Telephone:

Explanation:

a	Name:	**b** EIN:
c	Position:	
d	Address:	**e** Telephone:

Explanation:

a	Name:	**b** EIN:
c	Position:	
d	Address:	**e** Telephone:

Explanation:

SCHEDULE D (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

DFE/Participating Plan Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).

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

OMB No. 1210-0110

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
SHAKER ADVERTISING AGENCY EMPLOYEES' 401(K) PLAN

B Three-digit plan number (PN) ▶ 001

C Plan or DFE sponsor's name as shown on line 2a of Form 5500
SHAKER ADVERTISING AGENCY

D Employer Identification Number (EIN)
36-2683937

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: WELLS FARGO STABLE RETURN FUND N60

b Name of sponsor of entity listed in (a): WELLS FARGO BANK N.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)
52-2251407-001	C	752764

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):

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)

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

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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
SHAKER ADVERTISING AGENCY EMPLOYEES' 401(K) PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
SHAKER ADVERTISING AGENCY

D Employer Identification Number (EIN)
36-2683937

Part I Asset and Liability Statement

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

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)		
(2) Participant contributions	1b(2)		
(3) Other	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)	48404	104017
(9) Value of interest in common/collective trusts	1c(9)	774885	752764
(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)	4370691	4535553
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)		

			(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	5193980	5392334
	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	5193980	5392334

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)	33969	
	(B) Participants	2a(1)(B)	176086	
	(C) Others (including rollovers)	2a(1)(C)		
	(2) Noncash contributions	2a(2)		
	(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		210055
b	**Earnings on investments:**			
	(1) Interest:			
	(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
	(B) U.S. Government securities	2b(1)(B)		
	(C) Corporate debt instruments	2b(1)(C)		
	(D) Loans (other than to participants)	2b(1)(D)		
	(E) Participant loans	2b(1)(E)	2400	
	(F) Other	2b(1)(F)		
	(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		2400
	(2) Dividends: **(A)** Preferred stock	2b(2)(A)		
	(B) Common stock	2b(2)(B)		
	(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	151092	
	(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		151092
	(3) Rents	2b(3)		
	(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)		
	(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
	(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		0
	(5) Unrealized appreciation (depreciation) of assets: **(A)** Real estate	2b(5)(A)		
	(B) Other	2b(5)(B)		
	(C) Total unrealized appreciation of assets. Add lines **2b(5)(A)** and **(B)**	2b(5)(C)		0

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		10727
(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)		444497
c Other income	2c		
d Total income. Add all **income** amounts in column (b) and enter total	2d		818771
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	605935	
(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)		605935
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)	14482	
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		14482
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		620417
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		198354
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: HANSEN PLUHM & CO. **(2)** EIN: 36-3849301

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
SHAKER ADVERTISING AGENCY EMPLOYEES' 401(K) PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
SHAKER ADVERTISING AGENCY

D Employer Identification Number (EIN)
36-2683937

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): 41-6257133

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):

SHAKER ADVERTISING AGENCY
EMPLOYEES' 401(k) PLAN

OAK PARK, ILLINOIS

YEAR ENDED DECEMBER 31, 2012

FINANCIAL STATEMENTS
WITH SUPPLEMENTAL SCHEDULE

and

REPORT OF INDEPENDENT AUDITORS

FEIN: 36-2683937

PLAN NUMBER: 001

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HANSEN PLAHM
& COMPANY
Certified Public Accountants and Consultants
8180 S. Cass Avenue, Darien, IL 60561
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Phone: 630-968-8897
Fax: 630-968-8927

INDEPENDENT AUDITORS' REPORT

To the Participants and Trustees
Shaker Advertising Agency Employees' 401(k) Plan
Oak Park, Illinois

We were engaged to audit the accompanying financial statements of the Shaker Advertising Agency Employees' 401(k) Plan, which comprise the statements of net assets available for benefits as of December 31, 2012 and 2011, and the related statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

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

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 below paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

As permitted by 29 CFR 2520.103-8 of the Department of Labor 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 3, which was certified by Wells Fargo Bank, N.A., the trustee of the Plan, except for comparing the information with the related information included in the financial statements and supplemental schedules. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certification from the trustee as of and for the year ended December 31, 2012, that the information provided to the plan administrator by the trustee is complete and accurate.

Because of the significance of the matter described in the previous 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.

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

Member,
American Institute of Certified Public Accountants
The Illinois CPA Society

INDEPENDENT AUDITORS' REPORT (CONT'D)

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

Hansen, Plahm & Company
Darien, Illinois

July 17, 2013

SHAKER ADVERTISING AGENCY EMPLOYEES' 401 (k) PLAN

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

December 31, 2012 and 2011

ASSETS:

	2012	2011
Investments, at Fair Value:		
Wells Fargo Collective Stable Return Fund	$ 752,764	$ 774,885
Wells Fargo Advantage Government Securities Fund	345,785	420,522
PIMCO Total Return Fund	510,643	462,403
Victory Diversified Stock Fund	754,362	708,968
Wells Fargo Advantage Index Fund	717,082	764,901
Wells Fargo Advantage Capital Growth	326,282	341,758
Aston Optimum Midcap Fund	176,744	139,482
Wells Fargo Advantage Common Stock Fund	372,572	430,313
Wells Fargo Advantage Small Cap Value Fund	246,889	200,726
Fidelity Advisor Diversified International Fund	418,259	348,761
Wells Fargo Advantage Dow Jones TRGT 2010	456	298
Wells Fargo Advantage Dow Jones TRGT 2020	521,931	458,431
Wells Fargo Advantage Dow Jones TRGT 2030	3,485	5,448
Wells Fargo Advantage Dow Jones TRGT 2040	63,913	36,929
Wells Fargo Advantage Dow Jones TRGT 2050	34,088	15,136
Wells Fargo Advantage Dow Jones TRGT Today Fund	270	296
MFS Value Fund	42,792	36,319
TOTAL INVESTMENTS	5,288,317	5,145,576
Receivables:		
Notes Receivable from Participants	104,017	48,404
Employer Contributions	-	-
Employee Contributions	-	-
TOTAL RECEIVABLES	104,017	48,404
NET ASSETS AVAILABLE FOR BENEFITS AT FAIR VALUE	5,392,334	5,193,980
Adjustment from fair value to contract value for fully benefit-responsive investment contracts held by the stable return fund	(21,214)	(16,680)
NET ASSETS AVAILABLE FOR BENEFITS	$ 5,371,120	$ 5,177,300

See Notes to the Financial Statements.

SHAKER ADVERTISING AGENCY EMPLOYEES' 401(k) PLAN

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

Year Ended December 31, 2012

ADDITIONS TO NET ASSETS ATTRIBUTED TO:		
Investment Income:		
Interest and Dividends	$	151,092
Net Appreciation in Fair Value of Investments		450,690
Interest Income on Notes Receivable from Participants		2,400
Contributions:		
Employee		176,086
Employer		33,969
Other Income		-
TOTAL ADDITIONS		814,237
DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:		
Benefit Payments		605,935
Administrative Expenses		14,482
TOTAL DEDUCTIONS		620,417
NET INCREASE		193,820
Net Assets Available for Benefits at Beginning of Year		5,177,300
Net Assets Available for Benefits at End of Year	$	5,371,120

See Notes to the Financial Statements.

SHAKER ADVERTISING AGENCY EMPLOYEES' 401(k) PLAN

NOTES TO THE FINANCIAL STATEMENTS

Year Ended December 31, 2012

NOTE 1 – DESCRIPTION OF THE PLAN:

The following description of the Shaker Advertising Agency Employees' 401(k) Plan (Plan) provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

General

The Plan was established April 1, 1995 by Shaker Advertising Agency (Company) to provide profit sharing, savings and retirement benefits for eligible employees of the Company. The Plan is financed by contributions of the employer and participants, and by the net earnings of the investments of the Plan. The Plan is a defined-contribution plan covering all full-time employees of the Company who have completed at least one year of service and have attained age nineteen. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA), as amended.

Contributions

Each year, participants may contribute up to 50% of pretax annual compensation as defined by the Plan. Participants may also contribute amounts representing distributions from other qualified defined-benefit or defined-contribution plans. The minimum contribution by the Company is the amount necessary to meet the average deferral percentage (ADP) test and the average contribution percentage (ACP) test. An additional amount may be contributed at the discretion of the Company. For 2012, the Company matched the lesser of 50% employee contribution, or 2% of employee's qualified wages.

Participant Accounts

Each participant's account is credited with the participant's contributions and allocations of the Company's contributions and Plan earnings. Allocations are based on participant earnings and/or account balances. Forfeited balances of terminated participants' non-vested accounts are used to help fund Company contributions to the Plan, or to pay the Plan's administrative expenses. The benefit to which a participant is entitled is the benefit that can be provided from the participant's account.

Vesting

Participants are immediately vested in their contributions plus actual earnings thereon. Participants are 100% vested in the Company contribution portion of their accounts plus actual earnings thereon after six years of credited service. Full vesting also occurs upon death, disability, or attainment of normal retirement age.

NOTE 1 – DESCRIPTION OF THE PLAN (CONT'D):

Payment of Benefits

Upon termination of employment with the Company, retirement, total and permanent disability, or death, the entire vested amount of the participant's account balance is payable to the participant or participant's beneficiaries.

Benefits are paid in a single sum payment in cash.

Participant Loans

Participants may borrow from their fund accounts a minimum of $1,000 up to a maximum equal to the lesser of $50,000 or 50% of their account balance. Principal and interest is repaid ratably through regular payroll deductions.

Forfeitures

Forfeitures of terminating participants will be used to pay Plan expenses. Any remaining forfeitures will be used to reduce the Company's subsequent contributions to the Plan. At December 31, 2012 forfeited non-vested accounts totaled $464.

Investment Options

A participant may direct employer and employee contributions to any of the following investment options:

Wells Fargo Collective Stable Return Fund – Fund seeks safety of principal and consistency of returns with minimal volatility. The fund invests in financial instruments issued by highly rated companies including guaranteed investment contracts, security backed contracts and cash equivalents.

Wells Fargo Advantage Government Securities Fund – Fund seeks current income by investing in short, intermediate and long term U.S. Government Obligations. Normally 80% of the funds assets are in U.S. Government Obligations and repurchase agreements.

PIMCO Total Return Fund – Fund seeks maximum total returns consistent with preservation of capital and prudent investment management. The main investments of this fund are intermediate maturity fixed income securities.

Victory Diversified Stock Fund – Fund seeks to provide long-term growth of capital. The fund invests primarily in equity securities issued by large established companies.

NOTE 1 – DESCRIPTION OF THE PLAN (CONT'D):

Investment Options (Cont'd)

Wells Fargo Advantage Index Fund – Fund seeks to replicate the return of the S&P 500 index. The fund invests in common stocks, attempting to achieve a 95% correlation between the S&P 500 and the Funds investment results.

Aston Optimum Midcap Fund – Fund seeks long-term total return through capital appreciation by investing in common and preferred stocks and convertible securities. 80% of the funds stocks are companies with improving revenues and earnings growth outlook.

Wells Fargo Advantage Capital Growth Fund – Fund seeks long term capital appreciation. The fund invests at least 80% of the assets in securities of large capitalization companies.

Wells Fargo Advantage DJ Target 2010 – Fund seeks to approximate, before fees and expenses, the total return of the Dow Jones Target 2010 Index/SM/. The fund normally invests at least 80% of total assets in equity, fixed income and money market securities designed to approximate the holdings and weightings of the securities in the appropriate Dow Jones Target Date Index.

Wells Fargo Advantage DJ Target 2020 – Fund seeks to approximate, before fees and expenses, the total return of the Dow Jones Target 2020 Index/SM/. The fund normally invests at least 80% of total assets in equity, fixed income and money market securities designed to approximate the holdings and weightings of the securities in the appropriate Dow Jones Target Date Index.

Wells Fargo Advantage DJ Target 2030 – Fund seeks to approximate, before fees and expenses, the total return of the Dow Jones Target 2030 Index/SM/. The fund normally invests at least 80% of total assets in equity, fixed income and money market securities designed to approximate the holdings and weightings of the securities in the appropriate Dow Jones Target Date Index.

Wells Fargo Advantage DJ Target 2040 – Fund seeks to approximate, before fees and expenses, the total return of the Dow Jones Target 2040 Index/SM/. The fund normally invests at least 80% of total assets in equity, fixed income and money market securities designed to approximate the holdings and weightings of the securities in the appropriate Dow Jones Target Date Index.

NOTE 1 – DESCRIPTION OF THE PLAN (CONT'D):

Investment Options (Cont'd)

Wells Fargo Advantage DJ Target 2050 – Fund seeks to approximate, before fees and expenses, the total return of the Dow Jones Target 2050 Index/SM/. The fund normally invests at least 80% of total assets in equity, fixed income and money market securities designed to approximate the holdings and weightings of the securities in the appropriate Dow Jones Target Date Index.

Wells Fargo Advantage DJ Target Today Fund – Fund seeks to approximate, before fees and expenses, the total return of the Dow Jones Target 2050 Index/SM/. The fund normally invests at least 80% of total assets in equity, fixed income and money market securities designed to approximate the holdings and weightings of the securities in the appropriate Dow Jones Target Date Index.

Wells Fargo Advantage Common Stock Fund – Fund seeks long-term capital appreciation. The fund invests primarily in common stocks of medium and small capitalization companies. Up to 25% of the funds investments may be in foreign companies.

Wells Fargo Small Cap Value Fund – Fund seeks long-term capital appreciation. The fund invests principally in securities of small-capitalization companies. The fund may write put or call options as a hedging strategy.

Fidelity Advisor Diversified International Fund – Fund seeks capital growth. The fund normally invests in common stocks of non-U.S. securities.

MFS Value Fund – Fund seeks capital appreciation. The Fund invests primarily in the stock of companies it believes are under valued. The fund may invest in foreign securities and derivatives.

NOTE 2 – SIGNIFICANT ACCOUNTING POLICIES:

Basis of Accounting

The financial statements of the Plan are prepared under the accrual method of accounting.

Notes Receivable from Participants

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

NOTE 2 – SIGNIFICANT ACCOUNTING POLICIES (CONT'D):

Valuation of Investments

Investments are held in collective investment funds. The investments are stated at redemption value as of the last day of the Plan year, which is based on the fair value of the underlying investments (See Note 3).

Purchases and sales of investments are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date.

The Plan investments include a stable value fund that is a common/collective trust fund that holds investment contracts which are required to be reported at fair value. However, contract value is the relevant measurement attributed 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 presents the fair value of the investment contracts as well as the adjustment of the fully benefit-responsive investment contracts from fair value to contract value. The statements of changes in net assets available for benefits are prepared on a contract value basis.

Administrative Expenses

All expenses of administration may be paid by the Plan unless paid by the Company.

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates.

NOTE 3 – FAIR VALUE MEASUREMENTS:

The Plan's investments are reported at fair value in the accompanying statement of net assets available for benefits. The methods used to measure fair value may produce an amount that may not be indicative of 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 3 – FAIR VALUE MEASUREMENTS (CONT'D):

December 31, 2012	Fair Value	Level 1	Level 2	Level 3
Mutual funds	$ 4,535,553	$ 4,535,553	$ -	$ -
Common/collective trusts	752,764	-	752,764	-
Total	$ 5,288,317	$ 4,535,553	$ 752,764	$ -

The fair value measurement accounting literature establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The Plan uses appropriate valuation techniques based on the available inputs to measure the fair value of its investments. When available, the Plan measures fair value using Level 1 or Level 2 inputs because they generally provided the most reliable evidence of fair value.

Gains and losses (realized and unrealized) included in changes in net assets available for benefits for the year ended December 31, 2012 are reported in net appreciation in fair value of investments.

Level 1 Fair Value Measurements

The fair value of funds is based on quoted net asset values of the shares held by the Plan at year end.

Level 2 Fair Value Measurements

The fair value of funds investing in fixed maturity securities are measured based on the pricing data provided by outside valuation service providers who in turn generally use the mean of bid and ask prices but may also use alternative observable pricing inputs.

Level 3 Fair Value Measurements

Valuations are observed from unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets and liabilities.

NOTE 4 – PLAN TERMINATION:

Although the Company has not expressed any intent to terminate the Plan, it is free to do so at any time. In the event of Plan termination, participants will become fully vested in their accounts.

NOTE 5 – INCOME TAX STATUS:

The form of the Plan has received a determination letter from the Internal Revenue Service dated January 15, 1997, stating that the form of the Plan is qualified under section 401 of the Internal Revenue Code (IRC) and that any employer adopting this form of the Plan will be considered to have a plan qualified under Section 401(a) of the IRC. Therefore, the Plan is exempt from taxation. Once qualified, the Plan is required to operate in conformity with the IRC to maintain its qualification. The Plan administrator is not aware of any course of action or series of events that have occurred that might adversely affect the Plan's qualified status.

NOTE 6 – INVESTMENTS:

Wells Fargo, N.A., is the trustee and service provider for the Plan. The following information included in the accompanying financial statements and supplemental schedule was obtained from data that has been prepared and certified to as complete and accurate by the trustee in accordance with 29 CFR2520103-8 of the Department of Labor's Rules and Regulations for Reporting Disclosure under the Employee Retirement Income Security Act of 1974. The information certified includes total investments of $5,288,317 and $5,145,576 at December 31, 2012 and December 31, 2011, respectively.

The following presents investments that represent five percent or more of the Plan's net assets:

	December 31, 2012	December 31, 2011
Wells Fargo Collective Stable Return Fund	$ 752,764	$ 774,885
Wells Fargo Advantage Government Securities Fund	345,785	420,522
Victory Diversified Stock Fund	754,362	708,968
Wells Fargo Advantage Index Fund	717,082	764,901
Wells Fargo Advantage Capital Growth Fund	326,282	341,758
Wells Fargo Advantage Common Stock Fund	372,572	430,313
Fidelity Advisory Diversified International Fund	418,259	348,761
PIMCO Total Return Fund	510,643	462,403
Wells Fargo Target 2020 Fund	521,931	458,431

NOTE 7 – RELATED PARTY TRANSACTIONS:

Certain Plan investments are shares of mutual funds managed by Wells Fargo Bank, N.A. Wells Fargo Bank, N.A. is the trustee as defined by the Plan and, therefore, these transactions qualify as party-in-interest transactions.

NOTE 8 – RISKS AND UNCERTAINTIES:

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

NOTE 9 – RECONCILIATION OF FINANCIAL STATEMENTS TO SCHEDULE H OF FORM 5500:

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

Net Assets available for benefits per the financial statement	$ 5,371,120
Adjustment from Fair Value to Contract Value for fully benefit-responsive investment contract	21,214
Net Assets per Schedule H	$ 5,392,334

NOTE 10 – SUBSEQUENT EVENTS:

Subsequent events were evaluated through July 17, 2013, which is the date the financial statements were available to be issued.

SUPPLEMENTAL SCHEDULE

SHAKER ADVERTISING AGENCY EMPLOYEES' 401(k) PLAN
FEIN: 36-2683937 PLAN NUMBER: 001

SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS HELD AT END OF YEAR

December 31, 2012

(a)	(b) Identity of Issuer	(c) Description of Investment	(d) Cost**	(e) Current Value
*	Wells Fargo Collective Stable Return Fund	Collective Investment Fund		$ 752,764
*	Wells Fargo Advantage Government Securities Fund	Registered Investment Company		345,785
	PIMCO Total Return Fund	Registered Investment Company		510,643
	Victory Diversified Stock Fund	Registered Investment Company		754,362
*	Wells Fargo Advantage Index Fund	Registered Investment Company		717,082
*	Wells Fargo Advantage Capital Growth Fund	Registered Investment Company		326,282
	Aston Optimum Midcap Fund	Registered Investment Company		176,744
*	Wells Fargo Advantage Common Stock Fund	Registered Investment Company		372,572
*	Wells Fargo Advantage Small Cap Value Fund	Registered Investment Company		246,889
	Fidelity Advisor Diversified International Fund	Registered Investment Company		418,259
*	Wells Fargo Advantage Dow Jones TRGT 2010	Registered Investment Company		456
*	Wells Fargo Dow Jones Target 2020 Fund	Registered Investment Company		521,931
*	Wells Fargo Dow Jones Target 2030 Fund	Registered Investment Company		3,485
*	Wells Fargo Dow Jones Target 2040 Fund	Registered Investment Company		63,913
*	Wells Fargo Dow Jones Target 2050 Fund	Registered Investment Company		34,088
*	Wells Fargo Dow Jones Target Today Fund	Registered Investment Company		270
	MFS Value Fund	Registered Investment Company		42,792
*	Notes Receivable from Participants	4.25% - 6.00%		104,017
				$ 5,392,334

*Denotes a party-in-interest to the Plan.
**Cost information not required as per special rule for certain 'participant-directed' transactions.

SHAKER ADVERTISING AGENCY
EMPLOYEES' 401(k) PLAN

OAK PARK, ILLINOIS

YEAR ENDED DECEMBER 31, 2012

FINANCIAL STATEMENTS
WITH SUPPLEMENTAL SCHEDULE

and

REPORT OF INDEPENDENT AUDITORS

FEIN: 36-2683937

PLAN NUMBER: 001

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INDEPENDENT AUDITORS' REPORT

To the Participants and Trustees
Shaker Advertising Agency Employees' 401(k) Plan
Oak Park, Illinois

We were engaged to audit the accompanying financial statements of the Shaker Advertising Agency Employees' 401(k) Plan, which comprise the statements of net assets available for benefits as of December 31, 2012 and 2011, and the related statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

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

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 below paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

As permitted by 29 CFR 2520.103-8 of the Department of Labor 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 3, which was certified by Wells Fargo Bank, N.A., the trustee of the Plan, except for comparing the information with the related information included in the financial statements and supplemental schedules. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certification from the trustee as of and for the year ended December 31, 2012, that the information provided to the plan administrator by the trustee is complete and accurate.

Because of the significance of the matter described in the previous 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.

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

Member,
American Institute of Certified Public Accountants
The Illinois CPA Society

INDEPENDENT AUDITORS' REPORT (CONT'D)

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

Hansen, Plahm & Company
Darien, Illinois

July 17, 2013

SHAKER ADVERTISING AGENCY EMPLOYEES' 401 (k) PLAN

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

December 31, 2012 and 2011

ASSETS:

	2012	2011
Investments, at Fair Value:		
Wells Fargo Collective Stable Return Fund	$ 752,764	$ 774,885
Wells Fargo Advantage Government Securities Fund	345,785	420,522
PIMCO Total Return Fund	510,643	462,403
Victory Diversified Stock Fund	754,362	708,968
Wells Fargo Advantage Index Fund	717,082	764,901
Wells Fargo Advantage Capital Growth	326,282	341,758
Aston Optimum Midcap Fund	176,744	139,482
Wells Fargo Advantage Common Stock Fund	372,572	430,313
Wells Fargo Advantage Small Cap Value Fund	246,889	200,726
Fidelity Advisor Diversified International Fund	418,259	348,761
Wells Fargo Advantage Dow Jones TRGT 2010	456	298
Wells Fargo Advantage Dow Jones TRGT 2020	521,931	458,431
Wells Fargo Advantage Dow Jones TRGT 2030	3,485	5,448
Wells Fargo Advantage Dow Jones TRGT 2040	63,913	36,929
Wells Fargo Advantage Dow Jones TRGT 2050	34,088	15,136
Wells Fargo Advantage Dow Jones TRGT Today Fund	270	296
MFS Value Fund	42,792	36,319
TOTAL INVESTMENTS	5,288,317	5,145,576
Receivables:		
Notes Receivable from Participants	104,017	48,404
Employer Contributions	-	-
Employee Contributions	-	-
TOTAL RECEIVABLES	104,017	48,404
NET ASSETS AVAILABLE FOR BENEFITS AT FAIR VALUE	5,392,334	5,193,980
Adjustment from fair value to contract value for fully benefit-responsive investment contracts held by the stable return fund	(21,214)	(16,680)
NET ASSETS AVAILABLE FOR BENEFITS	$ 5,371,120	$ 5,177,300

See Notes to the Financial Statements.

SHAKER ADVERTISING AGENCY EMPLOYEES' 401(k) PLAN

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

Year Ended December 31, 2012

ADDITIONS TO NET ASSETS ATTRIBUTED TO:		
Investment Income:		
Interest and Dividends	$	151,092
Net Appreciation in Fair Value of Investments		450,690
Interest Income on Notes Receivable from Participants		2,400
Contributions:		
Employee		176,086
Employer		33,969
Other Income		-
TOTAL ADDITIONS		814,237
DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:		
Benefit Payments		605,935
Administrative Expenses		14,482
TOTAL DEDUCTIONS		620,417
NET INCREASE		193,820
Net Assets Available for Benefits at Beginning of Year		5,177,300
Net Assets Available for Benefits at End of Year	$	5,371,120

See Notes to the Financial Statements.

SHAKER ADVERTISING AGENCY EMPLOYEES' 401(k) PLAN

NOTES TO THE FINANCIAL STATEMENTS

Year Ended December 31, 2012

NOTE 1 – DESCRIPTION OF THE PLAN:

The following description of the Shaker Advertising Agency Employees' 401(k) Plan (Plan) provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

General

The Plan was established April 1, 1995 by Shaker Advertising Agency (Company) to provide profit sharing, savings and retirement benefits for eligible employees of the Company. The Plan is financed by contributions of the employer and participants, and by the net earnings of the investments of the Plan. The Plan is a defined-contribution plan covering all full-time employees of the Company who have completed at least one year of service and have attained age nineteen. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA), as amended.

Contributions

Each year, participants may contribute up to 50% of pretax annual compensation as defined by the Plan. Participants may also contribute amounts representing distributions from other qualified defined-benefit or defined-contribution plans. The minimum contribution by the Company is the amount necessary to meet the average deferral percentage (ADP) test and the average contribution percentage (ACP) test. An additional amount may be contributed at the discretion of the Company. For 2012, the Company matched the lesser of 50% employee contribution, or 2% of employee's qualified wages.

Participant Accounts

Each participant's account is credited with the participant's contributions and allocations of the Company's contributions and Plan earnings. Allocations are based on participant earnings and/or account balances. Forfeited balances of terminated participants' non-vested accounts are used to help fund Company contributions to the Plan, or to pay the Plan's administrative expenses. The benefit to which a participant is entitled is the benefit that can be provided from the participant's account.

Vesting

Participants are immediately vested in their contributions plus actual earnings thereon. Participants are 100% vested in the Company contribution portion of their accounts plus actual earnings thereon after six years of credited service. Full vesting also occurs upon death, disability, or attainment of normal retirement age.

NOTE 1 – DESCRIPTION OF THE PLAN (CONT'D):

Payment of Benefits

Upon termination of employment with the Company, retirement, total and permanent disability, or death, the entire vested amount of the participant's account balance is payable to the participant or participant's beneficiaries.

Benefits are paid in a single sum payment in cash.

Participant Loans

Participants may borrow from their fund accounts a minimum of $1,000 up to a maximum equal to the lesser of $50,000 or 50% of their account balance. Principal and interest is repaid ratably through regular payroll deductions.

Forfeitures

Forfeitures of terminating participants will be used to pay Plan expenses. Any remaining forfeitures will be used to reduce the Company's subsequent contributions to the Plan. At December 31, 2012 forfeited non-vested accounts totaled $464.

Investment Options

A participant may direct employer and employee contributions to any of the following investment options:

Wells Fargo Collective Stable Return Fund – Fund seeks safety of principal and consistency of returns with minimal volatility. The fund invests in financial instruments issued by highly rated companies including guaranteed investment contracts, security backed contracts and cash equivalents.

Wells Fargo Advantage Government Securities Fund – Fund seeks current income by investing in short, intermediate and long term U.S. Government Obligations. Normally 80% of the funds assets are in U.S. Government Obligations and repurchase agreements.

PIMCO Total Return Fund – Fund seeks maximum total returns consistent with preservation of capital and prudent investment management. The main investments of this fund are intermediate maturity fixed income securities.

Victory Diversified Stock Fund – Fund seeks to provide long-term growth of capital. The fund invests primarily in equity securities issued by large established companies.

NOTE 1 – DESCRIPTION OF THE PLAN (CONT'D):

Investment Options (Cont'd)

Wells Fargo Advantage Index Fund – Fund seeks to replicate the return of the S&P 500 index. The fund invests in common stocks, attempting to achieve a 95% correlation between the S&P 500 and the Funds investment results.

Aston Optimum Midcap Fund – Fund seeks long-term total return through capital appreciation by investing in common and preferred stocks and convertible securities. 80% of the funds stocks are companies with improving revenues and earnings growth outlook.

Wells Fargo Advantage Capital Growth Fund – Fund seeks long term capital appreciation. The fund invests at least 80% of the assets in securities of large capitalization companies.

Wells Fargo Advantage DJ Target 2010 – Fund seeks to approximate, before fees and expenses, the total return of the Dow Jones Target 2010 Index/SM/. The fund normally invests at least 80% of total assets in equity, fixed income and money market securities designed to approximate the holdings and weightings of the securities in the appropriate Dow Jones Target Date Index.

Wells Fargo Advantage DJ Target 2020 – Fund seeks to approximate, before fees and expenses, the total return of the Dow Jones Target 2020 Index/SM/. The fund normally invests at least 80% of total assets in equity, fixed income and money market securities designed to approximate the holdings and weightings of the securities in the appropriate Dow Jones Target Date Index.

Wells Fargo Advantage DJ Target 2030 – Fund seeks to approximate, before fees and expenses, the total return of the Dow Jones Target 2030 Index/SM/. The fund normally invests at least 80% of total assets in equity, fixed income and money market securities designed to approximate the holdings and weightings of the securities in the appropriate Dow Jones Target Date Index.

Wells Fargo Advantage DJ Target 2040 – Fund seeks to approximate, before fees and expenses, the total return of the Dow Jones Target 2040 Index/SM/. The fund normally invests at least 80% of total assets in equity, fixed income and money market securities designed to approximate the holdings and weightings of the securities in the appropriate Dow Jones Target Date Index.

NOTE 1 – DESCRIPTION OF THE PLAN (CONT'D):

Investment Options (Cont'd)

Wells Fargo Advantage DJ Target 2050 – Fund seeks to approximate, before fees and expenses, the total return of the Dow Jones Target 2050 Index/SM/. The fund normally invests at least 80% of total assets in equity, fixed income and money market securities designed to approximate the holdings and weightings of the securities in the appropriate Dow Jones Target Date Index.

Wells Fargo Advantage DJ Target Today Fund – Fund seeks to approximate, before fees and expenses, the total return of the Dow Jones Target 2050 Index/SM/. The fund normally invests at least 80% of total assets in equity, fixed income and money market securities designed to approximate the holdings and weightings of the securities in the appropriate Dow Jones Target Date Index.

Wells Fargo Advantage Common Stock Fund – Fund seeks long-term capital appreciation. The fund invests primarily in common stocks of medium and small capitalization companies. Up to 25% of the funds investments may be in foreign companies.

Wells Fargo Small Cap Value Fund – Fund seeks long-term capital appreciation. The fund invests principally in securities of small-capitalization companies. The fund may write put or call options as a hedging strategy.

Fidelity Advisor Diversified International Fund – Fund seeks capital growth. The fund normally invests in common stocks of non-U.S. securities.

MFS Value Fund – Fund seeks capital appreciation. The Fund invests primarily in the stock of companies it believes are under valued. The fund may invest in foreign securities and derivatives.

NOTE 2 – SIGNIFICANT ACCOUNTING POLICIES:

Basis of Accounting

The financial statements of the Plan are prepared under the accrual method of accounting.

Notes Receivable from Participants

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

NOTE 2 – SIGNIFICANT ACCOUNTING POLICIES (CONT'D):

Valuation of Investments

Investments are held in collective investment funds. The investments are stated at redemption value as of the last day of the Plan year, which is based on the fair value of the underlying investments (See Note 3).

Purchases and sales of investments are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date.

The Plan investments include a stable value fund that is a common/collective trust fund that holds investment contracts which are required to be reported at fair value. However, contract value is the relevant measurement attributed 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 presents the fair value of the investment contracts as well as the adjustment of the fully benefit-responsive investment contracts from fair value to contract value. The statements of changes in net assets available for benefits are prepared on a contract value basis.

Administrative Expenses

All expenses of administration may be paid by the Plan unless paid by the Company.

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates.

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The Plan's investments are reported at fair value in the accompanying statement of net assets available for benefits. The methods used to measure fair value may produce an amount that may not be indicative of 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.

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December 31, 2012	Fair Value	Level 1	Level 2	Level 3
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Common/collective trusts	752,764	-	752,764	-
Total	$ 5,288,317	$ 4,535,553	$ 752,764	$ -

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Wells Fargo Advantage Common Stock Fund	372,572	430,313
Fidelity Advisory Diversified International Fund	418,259	348,761
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Net Assets available for benefits per the financial statement	$ 5,371,120
Adjustment from Fair Value to Contract Value for fully benefit-responsive investment contract	21,214
Net Assets per Schedule H	$ 5,392,334

NOTE 10 – SUBSEQUENT EVENTS:

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SUPPLEMENTAL SCHEDULE

SHAKER ADVERTISING AGENCY EMPLOYEES' 401(k) PLAN
FEIN: 36-2683937 PLAN NUMBER: 001

SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS HELD AT END OF YEAR

December 31, 2012

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*	Wells Fargo Advantage Government Securities Fund	Registered Investment Company		345,785
	PIMCO Total Return Fund	Registered Investment Company		510,643
	Victory Diversified Stock Fund	Registered Investment Company		754,362
*	Wells Fargo Advantage Index Fund	Registered Investment Company		717,082
*	Wells Fargo Advantage Capital Growth Fund	Registered Investment Company		326,282
	Aston Optimum Midcap Fund	Registered Investment Company		176,744
*	Wells Fargo Advantage Common Stock Fund	Registered Investment Company		372,572
*	Wells Fargo Advantage Small Cap Value Fund	Registered Investment Company		246,889
	Fidelity Advisor Diversified International Fund	Registered Investment Company		418,259
*	Wells Fargo Advantage Dow Jones TRGT 2010	Registered Investment Company		456
*	Wells Fargo Dow Jones Target 2020 Fund	Registered Investment Company		521,931
*	Wells Fargo Dow Jones Target 2030 Fund	Registered Investment Company		3,485
*	Wells Fargo Dow Jones Target 2040 Fund	Registered Investment Company		63,913
*	Wells Fargo Dow Jones Target 2050 Fund	Registered Investment Company		34,088
*	Wells Fargo Dow Jones Target Today Fund	Registered Investment Company		270
	MFS Value Fund	Registered Investment Company		42,792
*	Notes Receivable from Participants	4.25% - 6.00%		104,017
				$ 5,392,334

*Denotes a party-in-interest to the Plan.
**Cost information not required as per special rule for certain 'participant-directed' transactions.

SHAKER ADVERTISING AGENCY
EMPLOYEES' 401(k) PLAN

OAK PARK, ILLINOIS

YEAR ENDED DECEMBER 31, 2012

FINANCIAL STATEMENTS
WITH SUPPLEMENTAL SCHEDULE

and

REPORT OF INDEPENDENT AUDITORS

FEIN: 36-2683937

PLAN NUMBER: 001

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INDEPENDENT AUDITORS' REPORT

To the Participants and Trustees
Shaker Advertising Agency Employees' 401(k) Plan
Oak Park, Illinois

We were engaged to audit the accompanying financial statements of the Shaker Advertising Agency Employees' 401(k) Plan, which comprise the statements of net assets available for benefits as of December 31, 2012 and 2011, and the related statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

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

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 below paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

As permitted by 29 CFR 2520.103-8 of the Department of Labor 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 3, which was certified by Wells Fargo Bank, N.A., the trustee of the Plan, except for comparing the information with the related information included in the financial statements and supplemental schedules. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certification from the trustee as of and for the year ended December 31, 2012, that the information provided to the plan administrator by the trustee is complete and accurate.

Because of the significance of the matter described in the previous 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.

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

Member,
American Institute of Certified Public Accountants
The Illinois CPA Society

INDEPENDENT AUDITORS' REPORT (CONT'D)

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

Hansen, Plahm & Company
Darien, Illinois

July 17, 2013

SHAKER ADVERTISING AGENCY EMPLOYEES' 401 (k) PLAN

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

December 31, 2012 and 2011

ASSETS:

	2012	2011
Investments, at Fair Value:		
Wells Fargo Collective Stable Return Fund	$ 752,764	$ 774,885
Wells Fargo Advantage Government Securities Fund	345,785	420,522
PIMCO Total Return Fund	510,643	462,403
Victory Diversified Stock Fund	754,362	708,968
Wells Fargo Advantage Index Fund	717,082	764,901
Wells Fargo Advantage Capital Growth	326,282	341,758
Aston Optimum Midcap Fund	176,744	139,482
Wells Fargo Advantage Common Stock Fund	372,572	430,313
Wells Fargo Advantage Small Cap Value Fund	246,889	200,726
Fidelity Advisor Diversified International Fund	418,259	348,761
Wells Fargo Advantage Dow Jones TRGT 2010	456	298
Wells Fargo Advantage Dow Jones TRGT 2020	521,931	458,431
Wells Fargo Advantage Dow Jones TRGT 2030	3,485	5,448
Wells Fargo Advantage Dow Jones TRGT 2040	63,913	36,929
Wells Fargo Advantage Dow Jones TRGT 2050	34,088	15,136
Wells Fargo Advantage Dow Jones TRGT Today Fund	270	296
MFS Value Fund	42,792	36,319
TOTAL INVESTMENTS	5,288,317	5,145,576
Receivables:		
Notes Receivable from Participants	104,017	48,404
Employer Contributions	-	-
Employee Contributions	-	-
TOTAL RECEIVABLES	104,017	48,404
NET ASSETS AVAILABLE FOR BENEFITS AT FAIR VALUE	5,392,334	5,193,980
Adjustment from fair value to contract value for fully benefit-responsive investment contracts held by the stable return fund	(21,214)	(16,680)
NET ASSETS AVAILABLE FOR BENEFITS	$ 5,371,120	$ 5,177,300

See Notes to the Financial Statements.

SHAKER ADVERTISING AGENCY EMPLOYEES' 401(k) PLAN

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

Year Ended December 31, 2012

ADDITIONS TO NET ASSETS ATTRIBUTED TO:		
Investment Income:		
Interest and Dividends	$	151,092
Net Appreciation in Fair Value of Investments		450,690
Interest Income on Notes Receivable from Participants		2,400
Contributions:		
Employee		176,086
Employer		33,969
Other Income		-
TOTAL ADDITIONS		814,237
DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:		
Benefit Payments		605,935
Administrative Expenses		14,482
TOTAL DEDUCTIONS		620,417
NET INCREASE		193,820
Net Assets Available for Benefits at Beginning of Year		5,177,300
Net Assets Available for Benefits at End of Year	$	5,371,120

See Notes to the Financial Statements.

SHAKER ADVERTISING AGENCY EMPLOYEES' 401(k) PLAN

NOTES TO THE FINANCIAL STATEMENTS

Year Ended December 31, 2012

NOTE 1 – DESCRIPTION OF THE PLAN:

The following description of the Shaker Advertising Agency Employees' 401(k) Plan (Plan) provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

General

The Plan was established April 1, 1995 by Shaker Advertising Agency (Company) to provide profit sharing, savings and retirement benefits for eligible employees of the Company. The Plan is financed by contributions of the employer and participants, and by the net earnings of the investments of the Plan. The Plan is a defined-contribution plan covering all full-time employees of the Company who have completed at least one year of service and have attained age nineteen. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA), as amended.

Contributions

Each year, participants may contribute up to 50% of pretax annual compensation as defined by the Plan. Participants may also contribute amounts representing distributions from other qualified defined-benefit or defined-contribution plans. The minimum contribution by the Company is the amount necessary to meet the average deferral percentage (ADP) test and the average contribution percentage (ACP) test. An additional amount may be contributed at the discretion of the Company. For 2012, the Company matched the lesser of 50% employee contribution, or 2% of employee's qualified wages.

Participant Accounts

Each participant's account is credited with the participant's contributions and allocations of the Company's contributions and Plan earnings. Allocations are based on participant earnings and/or account balances. Forfeited balances of terminated participants' non-vested accounts are used to help fund Company contributions to the Plan, or to pay the Plan's administrative expenses. The benefit to which a participant is entitled is the benefit that can be provided from the participant's account.

Vesting

Participants are immediately vested in their contributions plus actual earnings thereon. Participants are 100% vested in the Company contribution portion of their accounts plus actual earnings thereon after six years of credited service. Full vesting also occurs upon death, disability, or attainment of normal retirement age.

NOTE 1 – DESCRIPTION OF THE PLAN (CONT'D):

Payment of Benefits

Upon termination of employment with the Company, retirement, total and permanent disability, or death, the entire vested amount of the participant's account balance is payable to the participant or participant's beneficiaries.

Benefits are paid in a single sum payment in cash.

Participant Loans

Participants may borrow from their fund accounts a minimum of $1,000 up to a maximum equal to the lesser of $50,000 or 50% of their account balance. Principal and interest is repaid ratably through regular payroll deductions.

Forfeitures

Forfeitures of terminating participants will be used to pay Plan expenses. Any remaining forfeitures will be used to reduce the Company's subsequent contributions to the Plan. At December 31, 2012 forfeited non-vested accounts totaled $464.

Investment Options

A participant may direct employer and employee contributions to any of the following investment options:

Wells Fargo Collective Stable Return Fund – Fund seeks safety of principal and consistency of returns with minimal volatility. The fund invests in financial instruments issued by highly rated companies including guaranteed investment contracts, security backed contracts and cash equivalents.

Wells Fargo Advantage Government Securities Fund – Fund seeks current income by investing in short, intermediate and long term U.S. Government Obligations. Normally 80% of the funds assets are in U.S. Government Obligations and repurchase agreements.

PIMCO Total Return Fund – Fund seeks maximum total returns consistent with preservation of capital and prudent investment management. The main investments of this fund are intermediate maturity fixed income securities.

Victory Diversified Stock Fund – Fund seeks to provide long-term growth of capital. The fund invests primarily in equity securities issued by large established companies.

NOTE 1 – DESCRIPTION OF THE PLAN (CONT'D):

Investment Options (Cont'd)

Wells Fargo Advantage Index Fund – Fund seeks to replicate the return of the S&P 500 index. The fund invests in common stocks, attempting to achieve a 95% correlation between the S&P 500 and the Funds investment results.

Aston Optimum Midcap Fund – Fund seeks long-term total return through capital appreciation by investing in common and preferred stocks and convertible securities. 80% of the funds stocks are companies with improving revenues and earnings growth outlook.

Wells Fargo Advantage Capital Growth Fund – Fund seeks long term capital appreciation. The fund invests at least 80% of the assets in securities of large capitalization companies.

Wells Fargo Advantage DJ Target 2010 – Fund seeks to approximate, before fees and expenses, the total return of the Dow Jones Target 2010 Index/SM/. The fund normally invests at least 80% of total assets in equity, fixed income and money market securities designed to approximate the holdings and weightings of the securities in the appropriate Dow Jones Target Date Index.

Wells Fargo Advantage DJ Target 2020 – Fund seeks to approximate, before fees and expenses, the total return of the Dow Jones Target 2020 Index/SM/. The fund normally invests at least 80% of total assets in equity, fixed income and money market securities designed to approximate the holdings and weightings of the securities in the appropriate Dow Jones Target Date Index.

Wells Fargo Advantage DJ Target 2030 – Fund seeks to approximate, before fees and expenses, the total return of the Dow Jones Target 2030 Index/SM/. The fund normally invests at least 80% of total assets in equity, fixed income and money market securities designed to approximate the holdings and weightings of the securities in the appropriate Dow Jones Target Date Index.

Wells Fargo Advantage DJ Target 2040 – Fund seeks to approximate, before fees and expenses, the total return of the Dow Jones Target 2040 Index/SM/. The fund normally invests at least 80% of total assets in equity, fixed income and money market securities designed to approximate the holdings and weightings of the securities in the appropriate Dow Jones Target Date Index.

NOTE 1 – DESCRIPTION OF THE PLAN (CONT'D):

Investment Options (Cont'd)

Wells Fargo Advantage DJ Target 2050 – Fund seeks to approximate, before fees and expenses, the total return of the Dow Jones Target 2050 Index/SM/. The fund normally invests at least 80% of total assets in equity, fixed income and money market securities designed to approximate the holdings and weightings of the securities in the appropriate Dow Jones Target Date Index.

Wells Fargo Advantage DJ Target Today Fund – Fund seeks to approximate, before fees and expenses, the total return of the Dow Jones Target 2050 Index/SM/. The fund normally invests at least 80% of total assets in equity, fixed income and money market securities designed to approximate the holdings and weightings of the securities in the appropriate Dow Jones Target Date Index.

Wells Fargo Advantage Common Stock Fund – Fund seeks long-term capital appreciation. The fund invests primarily in common stocks of medium and small capitalization companies. Up to 25% of the funds investments may be in foreign companies.

Wells Fargo Small Cap Value Fund – Fund seeks long-term capital appreciation. The fund invests principally in securities of small-capitalization companies. The fund may write put or call options as a hedging strategy.

Fidelity Advisor Diversified International Fund – Fund seeks capital growth. The fund normally invests in common stocks of non-U.S. securities.

MFS Value Fund – Fund seeks capital appreciation. The Fund invests primarily in the stock of companies it believes are under valued. The fund may invest in foreign securities and derivatives.

NOTE 2 – SIGNIFICANT ACCOUNTING POLICIES:

Basis of Accounting

The financial statements of the Plan are prepared under the accrual method of accounting.

Notes Receivable from Participants

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

NOTE 2 – SIGNIFICANT ACCOUNTING POLICIES (CONT'D):

Valuation of Investments

Investments are held in collective investment funds. The investments are stated at redemption value as of the last day of the Plan year, which is based on the fair value of the underlying investments (See Note 3).

Purchases and sales of investments are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date.

The Plan investments include a stable value fund that is a common/collective trust fund that holds investment contracts which are required to be reported at fair value. However, contract value is the relevant measurement attributed 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 presents the fair value of the investment contracts as well as the adjustment of the fully benefit-responsive investment contracts from fair value to contract value. The statements of changes in net assets available for benefits are prepared on a contract value basis.

Administrative Expenses

All expenses of administration may be paid by the Plan unless paid by the Company.

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates.

NOTE 3 – FAIR VALUE MEASUREMENTS:

The Plan's investments are reported at fair value in the accompanying statement of net assets available for benefits. The methods used to measure fair value may produce an amount that may not be indicative of 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 3 – FAIR VALUE MEASUREMENTS (CONT'D):

December 31, 2012	Fair Value	Level 1	Level 2	Level 3
Mutual funds	$ 4,535,553	$ 4,535,553	$ -	$ -
Common/collective trusts	752,764	-	752,764	-
Total	$ 5,288,317	$ 4,535,553	$ 752,764	$ -

The fair value measurement accounting literature establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The Plan uses appropriate valuation techniques based on the available inputs to measure the fair value of its investments. When available, the Plan measures fair value using Level 1 or Level 2 inputs because they generally provided the most reliable evidence of fair value.

Gains and losses (realized and unrealized) included in changes in net assets available for benefits for the year ended December 31, 2012 are reported in net appreciation in fair value of investments.

Level 1 Fair Value Measurements

The fair value of funds is based on quoted net asset values of the shares held by the Plan at year end.

Level 2 Fair Value Measurements

The fair value of funds investing in fixed maturity securities are measured based on the pricing data provided by outside valuation service providers who in turn generally use the mean of bid and ask prices but may also use alternative observable pricing inputs.

Level 3 Fair Value Measurements

Valuations are observed from unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets and liabilities.

NOTE 4 – PLAN TERMINATION:

Although the Company has not expressed any intent to terminate the Plan, it is free to do so at any time. In the event of Plan termination, participants will become fully vested in their accounts.

NOTE 5 – INCOME TAX STATUS:

The form of the Plan has received a determination letter from the Internal Revenue Service dated January 15, 1997, stating that the form of the Plan is qualified under section 401 of the Internal Revenue Code (IRC) and that any employer adopting this form of the Plan will be considered to have a plan qualified under Section 401(a) of the IRC. Therefore, the Plan is exempt from taxation. Once qualified, the Plan is required to operate in conformity with the IRC to maintain its qualification. The Plan administrator is not aware of any course of action or series of events that have occurred that might adversely affect the Plan's qualified status.

NOTE 6 – INVESTMENTS:

Wells Fargo, N.A., is the trustee and service provider for the Plan. The following information included in the accompanying financial statements and supplemental schedule was obtained from data that has been prepared and certified to as complete and accurate by the trustee in accordance with 29 CFR2520103-8 of the Department of Labor's Rules and Regulations for Reporting Disclosure under the Employee Retirement Income Security Act of 1974. The information certified includes total investments of $5,288,317 and $5,145,576 at December 31, 2012 and December 31, 2011, respectively.

The following presents investments that represent five percent or more of the Plan's net assets:

	December 31, 2012	December 31, 2011
Wells Fargo Collective Stable Return Fund	$ 752,764	$ 774,885
Wells Fargo Advantage Government Securities Fund	345,785	420,522
Victory Diversified Stock Fund	754,362	708,968
Wells Fargo Advantage Index Fund	717,082	764,901
Wells Fargo Advantage Capital Growth Fund	326,282	341,758
Wells Fargo Advantage Common Stock Fund	372,572	430,313
Fidelity Advisory Diversified International Fund	418,259	348,761
PIMCO Total Return Fund	510,643	462,403
Wells Fargo Target 2020 Fund	521,931	458,431

NOTE 7 – RELATED PARTY TRANSACTIONS:

Certain Plan investments are shares of mutual funds managed by Wells Fargo Bank, N.A. Wells Fargo Bank, N.A. is the trustee as defined by the Plan and, therefore, these transactions qualify as party-in-interest transactions.

NOTE 8 – RISKS AND UNCERTAINTIES:

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

NOTE 9 – RECONCILIATION OF FINANCIAL STATEMENTS TO SCHEDULE H OF FORM 5500:

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

Net Assets available for benefits per the financial statement	$ 5,371,120
Adjustment from Fair Value to Contract Value for fully benefit-responsive investment contract	21,214
Net Assets per Schedule H	$ 5,392,334

NOTE 10 – SUBSEQUENT EVENTS:

Subsequent events were evaluated through July 17, 2013, which is the date the financial statements were available to be issued.

SUPPLEMENTAL SCHEDULE

SHAKER ADVERTISING AGENCY EMPLOYEES' 401(k) PLAN
FEIN: 36-2683937 PLAN NUMBER: 001

SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS HELD AT END OF YEAR

December 31, 2012

(a)	(b) Identity of Issuer	(c) Description of Investment	(d) Cost**	(e) Current Value
*	Wells Fargo Collective Stable Return Fund	Collective Investment Fund		$ 752,764
*	Wells Fargo Advantage Government Securities Fund	Registered Investment Company		345,785
	PIMCO Total Return Fund	Registered Investment Company		510,643
	Victory Diversified Stock Fund	Registered Investment Company		754,362
*	Wells Fargo Advantage Index Fund	Registered Investment Company		717,082
*	Wells Fargo Advantage Capital Growth Fund	Registered Investment Company		326,282
	Aston Optimum Midcap Fund	Registered Investment Company		176,744
*	Wells Fargo Advantage Common Stock Fund	Registered Investment Company		372,572
*	Wells Fargo Advantage Small Cap Value Fund	Registered Investment Company		246,889
	Fidelity Advisor Diversified International Fund	Registered Investment Company		418,259
*	Wells Fargo Advantage Dow Jones TRGT 2010	Registered Investment Company		456
*	Wells Fargo Dow Jones Target 2020 Fund	Registered Investment Company		521,931
*	Wells Fargo Dow Jones Target 2030 Fund	Registered Investment Company		3,485
*	Wells Fargo Dow Jones Target 2040 Fund	Registered Investment Company		63,913
*	Wells Fargo Dow Jones Target 2050 Fund	Registered Investment Company		34,088
*	Wells Fargo Dow Jones Target Today Fund	Registered Investment Company		270
	MFS Value Fund	Registered Investment Company		42,792
*	Notes Receivable from Participants	4.25% - 6.00%		104,017
				$ 5,392,334

*Denotes a party-in-interest to the Plan.
**Cost information not required as per special rule for certain 'participant-directed' transactions.