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
DUNLOP MANUFACTURING, INC. 401(K) PROFIT SHARING PLAN

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 07/01/1979

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

DUNLOP MANUFACTURING, INC.

170 INDUSTRIAL WAY
BENICIA, CA 94510

2b Employer Identification Number (EIN)
94-2440675

2c Sponsor's telephone number
707-745-2722

2d Business code (see instructions)
339900

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.	08/19/2013	JASMIN POWELL
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	08/19/2013	JASMIN POWELL
	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:	**4b** EIN	
a Sponsor's name	**4c** PN	
5 Total number of participants at the beginning of the plan year	**5**	300
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**	248
b Retired or separated participants receiving benefits	**6b**	0
c Other retired or separated participants entitled to future benefits	**6c**	45
d Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	293
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	**6e**	0
f Total. Add lines **6d** and **6e**	**6f**	293
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	264
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	19
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:
2A 2E 2F 2H 2J 2K 2T 3D

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan 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)	[ ]	**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
DUNLOP MANUFACTURING, INC. 401(K) PROFIT SHARING PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
DUNLOP MANUFACTURING, INC.

D Employer Identification Number (EIN)
94-2440675

Part I Service Provider Information (see instructions)

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

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

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

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

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

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

VERISIGHT, INC.

35 IRON POINT CIRCLE, SUITE 100
FOLSOM, CA 95630

27-2037969

(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?
13 15		23083	Yes [X] No [ ]	Yes [X] No [ ]	0	Yes [X] No [ ]

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

FIRST REPUBLIC INVESTMENT MGMT

111 PINE STREET
SAN FRANCISCO, CA 94111

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28		13749	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

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

PATRICK & BUZARELLOS LLP

1900 POINT WEST WAY 102
SACRAMENTO, CA 95815

68-0197298

(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?
10		8700	Yes [ ] No [X]	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)

SOUTHLAND INVESTMENTS

18685 A MAIN STREET 606
HUNTINGTON BEACH, CA 92648

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28 17		7634	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

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

EXPERT PLAN

22880 COLLEGE BLVD, SUITE 200
OVERLAND PARK, KS 66210

52-2269494

(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?
13 15		750	Yes [X] No [ ]	Yes [X] No [ ]	0	Yes [X] No [ ]

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

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

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

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

(complete as many entries as needed)

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE H (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

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

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

OMB No. 1210-0110

2012

This Form is Open to Public Inspection

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

A Name of plan
DUNLOP MANUFACTURING, INC. 401(K) PROFIT SHARING PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
DUNLOP MANUFACTURING, INC.

D Employer Identification Number (EIN)
94-2440675

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	81109	59794
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	120000	0
(2) Participant contributions	1b(2)	7461	0
(3) Other	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	1847258	1096616
(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)	1774460	1566217
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)	225673	439245
(B) Common	1c(4)(B)	213905	827689
(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)	739112	1051461
(9) Value of interest in common/collective trusts	1c(9)		
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	1513984	4572796
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)	2523653	928564

			(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	9046615	10542382
	Liabilities			
g	Benefit claims payable	1g		
h	Operating payables	1h	709	4679
i	Acquisition indebtedness	1i		
j	Other liabilities	1j		
k	Total liabilities (add all amounts in lines 1g through1j)	1k	709	4679
	Net Assets			
l	Net assets (subtract line 1k from line 1f)	1l	9045906	10537703

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)	1080000	
	(B) Participants	2a(1)(B)	114149	
	(C) Others (including rollovers)	2a(1)(C)	18583	
	(2) Noncash contributions	2a(2)		
	(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		1212732
b	**Earnings on investments:**			
	(1) Interest:			
	(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	858	
	(B) U.S. Government securities	2b(1)(B)		
	(C) Corporate debt instruments	2b(1)(C)	87594	
	(D) Loans (other than to participants)	2b(1)(D)		
	(E) Participant loans	2b(1)(E)	53458	
	(F) Other	2b(1)(F)		
	(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		141910
	(2) Dividends: **(A)** Preferred stock	2b(2)(A)	15465	
	(B) Common stock	2b(2)(B)	18201	
	(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	77919	
	(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		111585
	(3) Rents	2b(3)		
	(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)	11029970	
	(B) Aggregate carrying amount (see instructions)	2b(4)(B)	10964360	
	(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		65610
	(5) Unrealized appreciation (depreciation) of assets: **(A)** Real estate	2b(5)(A)		
	(B) Other	2b(5)(B)	93989	
	(C) Total unrealized appreciation of assets. Add lines **2b(5)(A)** and **(B)**	2b(5)(C)		93989

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		83129
c Other income	2c		13580
d Total income. Add all **income** amounts in column (b) and enter total	2d		1722535
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	160998	
(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)		160998
f Corrective distributions (see instructions)	2f		3817
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses: (1) Professional fees	2i(1)	8700	
(2) Contract administrator fees	2i(2)	23833	
(3) Investment advisory and management fees	2i(3)	33155	
(4) Other	2i(4)	235	
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		65923
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		230738
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		1491797
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) [X] Unqualified **(2)** [ ] Qualified **(3)** [ ] Disclaimer **(4)** [ ] Adverse

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

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

(1) Name: PATRICK & BUZARELLOS LLP **(2)** EIN: 68-0197298

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		19926
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	X		

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

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

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

Part V Trust Information (optional)

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

SCHEDULE R (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Retirement Plan Information

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

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

OMB No. 1210-0110

2012

This Form is Open to Public Inspection.

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

A Name of plan
DUNLOP MANUFACTURING, INC. 401(K) PROFIT SHARING PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
DUNLOP MANUFACTURING, INC.

D Employer Identification Number (EIN)
94-2440675

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): 68-6098129 27-4411131

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):

FINANCIAL STATEMENTS AND
INDEPENDENT AUDITOR'S REPORT

DUNLOP MANUFACTURING, INC.
401(k) PROFIT SHARING PLAN

DECEMBER 31, 2012 AND 2011

DUNLOP MANUFACTURING, INC.
401(k) PROFIT SHARING PLAN

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PATRICK
&
BUZARELLOS
Certified Public Accountants, LLP

INDEPENDENT AUDITOR'S REPORT

The Trustees and Participants
Dunlop Manufacturing, Inc.
401(k) Profit Sharing Plan

Report on the Financial Statements

We have audited the accompanying financial statements of Dunlop Manufacturing, Inc., which comprise the statements of net assets available for benefits as of December 31, 2012 and 2011, and the related statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

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

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Plan as of December 31, 2012 and 2011, and the changes in net assets available for benefits for the years then ended.

1900 Point West Way, Suite 102
Sacramento, CA 95815
Fax: 916.920.1055
Phone: 916.920.1604
www.pbcpasllp.com

PATRICK
&
BUZARELLOS
Certified Public Accountants, LLP

Report on Supplementary Information

Our audits were conducted for the purpose of forming an opinion on the financial statements as a whole. The supplemental schedules of Assets Held for Investment as of December 31, 2012, Schedule of Assets Acquired and Disposed of Within the Year, Schedule of Reportable Transactions, and Schedule of Delinquent Participant Contributions are presented for the purpose of additional analysis and are not a required part of the financial statements but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. Such information is the responsibility of the Plan's management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audits of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

Patrick & Buzarellos LLP

Sacramento, California
July 31, 2013

1900 Point West Way, Suite 102
Sacramento, CA 95815
Fax: 916.920.1055
Phone: 916.920.1604
www.pbcpasllp.com

DUNLOP MANUFACTURING, INC.
401(k) PROFIT SHARING PLAN

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

DECEMBER 31,

	2012	2011
ASSETS		
INVESTMENTS, at fair value		
Cash and cash equivalents	$ 1,597,426	$ 2,603,479
Common and preferred stocks	1,266,934	439,578
Corporate bonds	1,566,217	1,774,460
Mutual and exchange traded funds	5,060,344	3,362,525
Total investments	9,490,921	8,180,042
RECEIVABLES		
Notes receivable from participants	1,051,461	739,112
Employer contributions	-	120,000
Participant contributions	-	7,461
Total receivables	1,051,461	866,573
TOTAL ASSETS	10,542,382	9,046,615
LIABILITIES		
Accounts and benefits payable	4,679	709
TOTAL LIABILITIES	4,679	709
NET ASSETS AVAILABLE FOR BENEFITS	$ 10,537,703	$ 9,045,906

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

DUNLOP MANUFACTURING, INC.
401(k) PROFIT SHARING PLAN

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

YEARS ENDED DECEMBER 31,

	2012	2011
ADDITIONS TO NET ASSETS		
INVESTMENT INCOME		
Interest and dividends	$ 200,037	$ 129,586
Net appreciation (decline) in fair value of investments	242,728	(205,798)
Other	13,580	11,741
Total investment income (loss)	456,345	(64,471)
Interest from notes receivable from participants	53,458	52,137
CONTRIBUTIONS		
Employer	1,080,000	1,080,000
Participants	114,149	93,151
Rollover	18,583	-
	1,212,732	1,173,151
TOTAL ADDITIONS	1,722,535	1,160,817
DEDUCTIONS FROM NET ASSETS		
BENEFITS PAID TO PARTICIPANTS	164,815	222,254
INVESTMENT ADVISORY AND ADMINISTRATIVE FEES	65,923	83,610
TOTAL DEDUCTIONS	230,738	305,864
INCREASE IN NET ASSETS	1,491,797	854,953
NET ASSETS AVAILABLE FOR BENEFITS		
BEGINNING OF YEAR	9,045,906	8,190,953
END OF YEAR	$ 10,537,703	$ 9,045,906

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

DUNLOP MANUFACTURING, INC.
401(k) PROFIT SHARING PLAN

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2012 AND 2011

NOTE A - DESCRIPTION OF THE PLAN

The following description of the Dunlop Manufacturing, Inc. 401(k) Profit Sharing Plan (the Plan) provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

General: The Plan is a defined contribution plan covering all full-time eligible employees of Dunlop Manufacturing, Inc. (the Company), as defined in the Plan document and is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). Employees represented by collective bargaining agreements and leased employees are not eligible to participate in the Plan.

Employees are eligible to participate in the salary deferral provisions immediately upon hire. Employees are eligible to participate in the employer profit sharing contributions on the first day of the plan year in which they complete one year (at least 1,000 hours) of service. Employees are eligible to participate in the employer matching contributions on the date they complete one year (at least 1,000 hours) of service.

Administration: Under the terms of the Plan, a group of officers of the Company act as the trustee. The Company has contracted with a third-party administrator who processes and maintains the records of participant data and Verisight Trust Company (ExpertPlan prior to August, 2012) to act as the custodian of the participants' self-directed salary deferral and rollover accounts.

Participant Contributions: Each year, participants may contribute an amount of pre-tax annual compensation, as defined by the Plan, subject to the annual maximum currently allowed under the provisions of the Internal Revenue Code. Contributions are withheld from each participant's compensation, and invested in accordance with the participant's instructions. Participants may also roll over amounts distributed from other qualified plans.

Employer Contributions: The Plan provides for discretionary profit sharing and matching contributions. The Company made profit sharing contributions of $1,080,000 for each of the years ended December 31, 2012 and 2011. The Company made no discretionary matching contributions during the years ended December 31, 2012 and 2011.

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

Vesting and Forfeitures: Participants are immediately vested in their contributions. Discretionary Company matching and profit sharing contributions vest as follows:

NOTE A - DESCRIPTION OF THE PLAN - CONTINUED

Years of Service	Percentage Vested
Less Than 2	0%
2	20%
3	40%
4	60%
5	80%
6 or more	100%

At December 31, 2012 and 2011 there were no forfeited Company contributions. During the years ended December 31, 2012 and 2011, $30,617 and $6,272, respectively, of forfeited Company contributions were allocated to participants' accounts as additional Company contributions.

During the years ended December 31, 2012 and 2011 no forfeited Company contributions were used to reduce Company contributions.

Notes Receivable from Participants: A participant may borrow up to the lesser of $50,000 or 50% of the participant's vested account balance subject to the approval of the Plan administrator. The minimum loan amount is $1,000 and a participant may not have more than four loans outstanding at any time. All borrowings bear a fixed rate of interest commensurate with local prevailing rates as determined on the date of advance by the Plan administrator. Borrowings generally must be repaid within a five-year period through regular payroll deductions. Loans are segregated investments and to the extent a participant borrows, his or her account will not share in the earnings and gains in value attributable to other plan investments. Accordingly, the interest participants pay on their loans will be directly credited to their account.

Payment of Benefits: The Plan provides for the payment to the participant (or, if applicable, the beneficiary) at retirement (age 62), disability, death, or termination of employment. In-service distributions are also permitted if the participant is at least age 59 ½ and 100% vested. Participants who qualify for retirement benefits will receive their benefits in the form of a lump sum in cash. The benefit to which a participant is entitled is the benefit that can be provided directly from the participant's vested account balance. Participants who separate from service and have a vested account balance of $5,000 or less are subject to an administrative distribution at the discretion of the Plan administrator.

NOTE B – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting: The accompanying financial statements are prepared on the accrual basis of accounting and in accordance with accounting principles generally accepted in the United States of America. Employee contributions are recorded in the year in which the Company makes payroll deductions from participant earnings. Benefit payments and expenses are recorded when paid.

NOTE B - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - CONTINUED

Investment Valuation and Income Recognition: Investments are recorded at fair value. *Fair value* is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note D for a discussion of fair value measurements.

The net appreciation or decline in fair value of investments includes the realized gain or loss on the sale of securities and unrealized appreciation or depreciation arising from the differences between the fair value at the beginning of the year and at the end of the year.

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

Brokerage fees are added to the acquisition costs of assets purchased and subtracted from the proceeds of assets sold.

Cash equivalents: All highly liquid investments with a maturity of three months or less are considered to be cash equivalents.

Notes Receivable from Participants: Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Delinquent participant loans are reclassified as distributions based upon the terms of the Plan document.

Use of Estimates: The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires the Plan administrator to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein, and disclosure of contingent assets and liabilities. Actual results may differ from those estimates.

Risks and Uncertainties: The Plan provides for various investment options in any combination of mutual funds, fixed income securities and other investment securities offered by the Plan. Investment securities are exposed to various risks, such as interest rate, market fluctuations and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in risks in the near term would materially affect participants' account balances and the amounts reported in the statements of net assets available for benefits and the statements of changes in net assets available for benefits.

Expenses: Any expenses of maintaining the Plan that are paid directly by the Company are excluded from these financial statements. Investment related expenses are included in net appreciation of fair value of investments.

NOTE C - INVESTMENTS

The following table presents the individual investment securities that exceeded 5 percent of the Plan's net assets available for benefits at December 31, 2012 and 2011.

NOTE C – INVESTMENTS - CONTINUED

Investments at Fair Value as Determined By Quoted Market Price:

	December 31, 2012
TD Ameritrade Insured Deposit Account	$638,368

	December 31, 2011
Charles Schwab – Government Money Fund	$642,487
TD Ameritrade Insured Deposit Account	$1,193,583
Westamerica Bank – Checking and Savings Accounts	$731,383

All the above investments are nonparticipant-directed.

During the years ended December 31, 2012 and 2011, the Plan's investments (including gains and losses on investments bought and sold, as well as held during the year) appreciated (declined) in value by $242,728 and $(205,798), respectively, as follows:

	Year Ended December 31, 2012	Year Ended December 31, 2011
Common and preferred stock	$ 44,052	$ (2,217)
Mutual and exchange traded funds	235,609	(179,827)
Fixed income	(36,933)	(23,754)
	$242,728	$(205,798)

NOTE D – FAIR VALUE MEASUREMENTS

Financial Accounting Standards Board (FASB) *Accounting Standards Codification* (ASC) 820, *Fair Value Measurements and Disclosures*, provides the framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy under FASB ASC 820 are described as follows:

NOTE D – FAIR VALUE MEASUREMENTS - CONTINUED

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

Level 2: Inputs to the valuation methodology include:

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

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

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

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

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2012 and 2011 and there have been no transfers between levels during 2012 or 2011.

Mutual funds and exchange traded funds: The fair value of mutual funds and exchange traded funds is based on quoted net asset values of the shares held by the Plan at year-end.

Common and preferred stocks and corporate bonds: The fair value of common and preferred stocks and corporate bonds is based on the closing price reported on the active market on which the individual securities are traded.

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

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2012 and 2011:

NOTE D – FAIR VALUE MEASUREMENTS - CONTINUED

		Fair Value Measurements Using:		
December 31, 2012	Fair Value	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Cash and cash equivalents	$1,597,426	$1,597,426	$ -	$ -
Common and preferred stocks				
Financial	1,130,047	1,130,047	-	-
Other	136,887	136,887	-	-
Corporate bonds	1,566,217	1,566,217	-	-
Exchange traded funds				
Fixed	396,514	396,514	-	-
Other	591,480	591,480	-	-
Mutual funds				
Asset allocation	215,900	215,900	-	-
Blend	65,194	65,194	-	-
Fixed	2,723,023	2,723,023	-	-
Foreign	389,919	389,919	-	-
Growth	332,989	332,989	-	-
Other	171,636	171,636	-	-
Value	173,689	173,689	-	-
	$9,490,921	$9,490,921	$ -	$ -

NOTE D – FAIR VALUE MEASUREMENTS - CONTINUED

		Fair Value Measurements Using:		
December 31, 2011	Fair Value	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Cash and cash equivalents	$2,603,479	$2,603,479	$ -	$ -
Common and preferred stocks				
Financial	414,108	414,108	-	-
Other	25,470	25,470	-	-
Corporate bonds	1,774,460	1,774,460	-	-
Exchange traded funds				
Fixed	1,642,514	1,642,514	-	-
Foreign	96,178	96,178	-	-
Growth	197,567	197,567	-	-
Other	384,210	384,210	-	-
Value	238,803	238,803	-	-
Mutual funds				
Asset allocation	154,432	154,432	-	-
Blend	36,166	36,166	-	-
Fixed	471,259	471,259	-	-
Foreign	94,735	94,735	-	-
Growth	44,975	44,975	-	-
Value	1,686	1,686	-	-
	$8,180,042	$8,180,042	$ -	$ -

Gains and losses (realized and unrealized) included in changes in net assets available for benefits for the periods ended December 31, 2012 and 2011 are reported in net appreciation (decline) in fair value of investments.

NOTE E – NONPARTICIPANT-DIRECTED INVESTMENTS

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

NOTE E – NONPARTICIPANT-DIRECTED INVESTMENTS - CONTINUED

	December 31, 2012	2011
Net Assets:		
Cash and cash equivalents	$1,156,410	$2,603,479
Common and preferred stocks	1,266,934	439,578
Corporate bonds	1,566,217	1,774,460
Mutual and exchange traded funds	4,987,507	3,025,600
	$8,977,068	$7,843,117

	Years Ended December 31, 2012	2011
Changes in Net assets:		
Contributions	$1,080,000	$1,080,000
Interest and dividends	193,312	129,586
Net appreciation (decline)	206,605	(186,942)
Benefits paid to participants	(160,404)	(93,151)
	$1,319,513	$929,493

NOTE F - PLAN TERMINATION

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

NOTE G – INCOME TAX STATUS

The Plan obtained its latest determination letter on September 3, 2010, in which the Internal Revenue Service stated that the Plan, as then designed, was in compliance with the applicable requirements of the Internal Revenue Code. The Plan has been amended since receiving the determination letter. However, the Company believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the Internal Revenue Code. Therefore, no provisions for income taxes have been included in the Plan's financial statements.

Accounting principles generally accepted in the United States of America require Plan management to evaluate tax positions taken by the Plan and recognize a tax liability if the organization has taken an uncertain position that more likely than not would not be sustained upon examination by the Internal Revenue Service. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan administrator believes it is no longer subject to income tax examinations for years prior to 2009.

NOTE H - RELATED PARTY TRANSACTIONS

Since the inception of the Plan, the Company has absorbed some of the administrative expenses of operating the Plan.

Certain Plan investments in mutual funds are managed by Verisight Trust Company. Any purchases and sales of these funds are performed in the open market at fair value. Such transactions, while considered party-in-interest transactions under ERISA regulations, are permitted under the provisions of the Plan and are specifically exempt from the prohibition of party-in-interest transactions under ERISA.

NOTE I - NONEXEMPT TRANSACTIONS

During the years ended December 31, 2012 and 2011, the Company failed to remit to the Plan's custodian certain employee contributions totaling approximately $9,656 and $10,270, respectively, within the period prescribed by the Department of Labor regulations. Delays in remitting contributions to the custodian were due to administrative errors, and the Company will make contributions to the affected participants' accounts to compensate those participants for potential lost earnings due to the delay.

NOTE J – SUBSEQUENT EVENTS

Management has evaluated subsequent events through July 31, 2013, which is the date the financial statements were available to be issued, and has determined that there are no additional adjustments or disclosures required.

SUPPLEMENTAL SCHEDULES

DUNLOP MANUFACTURING, INC.
401(k) PROFIT SHARING PLAN
FEIN : 94-2440675
PLAN NUMBER 001

SCHEDULE OF ASSETS HELD FOR INVESTMENT
FORM 5500, SCHEDULE H, PART IV LINE 4i
DECEMBER 31, 2012

Identity of issuer, borrower or lessor	Description of investment, including maturity date, and rate of interest	Cost	Market Value
American Funds	AMCAP Fund	$ *	$ 65,914
American Funds	EuroPacific Growth Fund	*	53,260
Columbia	Acorn International Fund	*	57
Domini	Social Equity Fund	*	9,091
Oppenheimer Funds	Developing Markets I Fund	*	349
Schwab/Southland	Cash	2,039	2,039
Schwab/Southland	Govt. Money Fund	360,879	360,879
Schwab/Southland	Ishares Barclays Tips	147,795	152,977
Schwab/Southland	Sector Spdr Consumer Staples	92,723	102,501
Schwab/Southland	Spdr Gold Trust	58,947	55,573
Schwab/Southland	Vanguard REIT	36,541	41,454
Schwab/Southland	Vanguard Short Term ETF	55,502	55,478
Schwab/Southland	Vanguard Total Bond Market ETF	186,318	188,059
TD Ameritrade	Alexandria Real Estate Equities Pfd.-E	25,008	26,396
TD Ameritrade	America Movil SAB DE CV	48,570	47,439
TD Ameritrade	American Campus Communities	34,156	34,598
TD Ameritrade	American Tower Corp. REIT	31,856	34,772
TD Ameritrade	Anheuser Busch COS Inc. SE Unsecured	120,167	117,458
TD Ameritrade	AQR Intl. Momentum	45,717	51,322
TD Ameritrade	AQR Managed Futures	64,236	64,965
TD Ameritrade	AQR Momentum Fund	107,443	113,224
TD Ameritrade	AQR Small Cap Momentum	44,412	48,874
TD Ameritrade	Arcelormittal	46,704	45,452
TD Ameritrade	Artio Funds Global High Income	238,828	246,119
TD Ameritrade	AvalonBay	45,464	47,457
TD Ameritrade	Baird Short-Term Bond	337,752	339,616
TD Ameritrade	Bank of America Corp. Pfd. 6.204% Series D	24,978	24,920
TD Ameritrade	BB&T Corporation Pfd. 1/1000th Prep DER	26,108	25,980
TD Ameritrade	Biomed Realty Trust Inc.	47,205	48,325
TD Ameritrade	Biomed Realty Trust Inc. Pfd. 7.375% Series A	25,467	25,479
TD Ameritrade	Boeing Co. SR Note	105,228	105,313
TD Ameritrade	Boston Prop Inc.	42,343	42,324
TD Ameritrade	Capital One Financial Corp. Pfd. 6% DIV	49,908	49,720
TD Ameritrade	Caplease Inc. Pfd. B 8.375%	26,008	26,190

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

DUNLOP MANUFACTURING, INC.
401(k) PROFIT SHARING PLAN
FEIN : 94-2440675
PLAN NUMBER 001

SCHEDULE OF ASSETS HELD FOR INVESTMENT
FORM 5500, SCHEDULE H, PART IV LINE 4i
DECEMBER 31, 2012

Identity of issuer, borrower or lessor	Description of investment, including maturity date, and rate of interest	Cost	Market Value
TD Ameritrade	Cash	$ 16,708	$ 16,708
TD Ameritrade	ConocoPhillips Corp.	101,458	108,069
TD Ameritrade	DCT Industrial Trust Inc.	36,300	38,940
TD Ameritrade	DFA DFA Intl. III	48,653	55,588
TD Ameritrade	DFA DFA U.S. LG III	107,443	122,232
TD Ameritrade	DFA Emerging Markets Portfolio	25,623	27,102
TD Ameritrade	DFA Emerging Markets Value Portfolio	9,783	11,064
TD Ameritrade	DFA Intl. Real Estate SEC Portfolio	35,812	32,790
TD Ameritrade	DFA Intl. Small Cap Val Portfolio	24,515	28,010
TD Ameritrade	DFA Intl. Small Portfolio	24,806	27,355
TD Ameritrade	DFA Real Estate Portfolio	67,097	68,153
TD Ameritrade	DFA Two-Year Global Fixed Portfolio	693,117	688,493
TD Ameritrade	DFA U.S. Small Cap Value Portfolio	44,412	50,109
TD Ameritrade	Digitl Realty Trust Inc.	28,619	30,551
TD Ameritrade	Doubleline Total Return Bond	240,615	247,045
TD Ameritrade	Fortune Brands, Inc.	52,518	51,689
TD Ameritrade	General Elec Cap Corp. 5.875% Notes	21,378	26,000
TD Ameritrade	General Electric Cap Corp. 4.875% Notes	75,278	76,470
TD Ameritrade	Glaxosmithkline Cap Inc.	78,875	76,258
TD Ameritrade	HCP Inc.	30,038	38,386
TD Ameritrade	Hewlett Packard Co.	46,435	45,530
TD Ameritrade	Insured Deposit Account	638,368	638,368
TD Ameritrade	Ishares Iboxx & Invtop Inv. Fund	240,686	241,980
TD Ameritrade	Ishares US PDF Stock Index Fund	58,890	59,430
TD Ameritrade	JP Morgan Chase & Co. SR Note	98,761	105,361
TD Ameritrade	Kilroy Realty Corp. Pfd. Series G	25,867	25,910
TD Ameritrade	Kimco Realty Corp.	32,214	38,640
TD Ameritrade	Kimco Realty Corp. 1/1000th Pfd. Ser.	51,647	51,220
TD Ameritrade	Macerich Co.	32,763	43,726
TD Ameritrade	Medtronic Inc. SR NT CV 1.625%	50,500	50,157
TD Ameritrade	Merck & OC Inc. Note	104,236	109,008
TD Ameritrade	Microsoft Corp. SR Unsecured 4.2%	117,448	115,281
TD Ameritrade	MMDA	*	4,873

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

DUNLOP MANUFACTURING, INC.
401(k) PROFIT SHARING PLAN
FEIN : 94-2440675
PLAN NUMBER 001

SCHEDULE OF ASSETS HELD FOR INVESTMENT
FORM 5500, SCHEDULE H, PART IV LINE 4i
DECEMBER 31, 2012

Identity of issuer, borrower or lessor	Description of investment, including maturity date, and rate of interest	Cost	Market Value
TD Ameritrade	Morgan Stanley Dean Witter. MS SR Note	$ 100,943	$ 105,898
TD Ameritrade	Omega Healthcare Investors Inc.	52,624	53,663
TD Ameritrade	Oracle Corp. Ozark Hldg SR Note	102,978	113,161
TD Ameritrade	Pimco Funds Emerging Local Bond	237,225	248,366
TD Ameritrade	Pimco Low Duration	191,209	194,141
TD Ameritrade	Pitney Bowes Inc. Note	103,652	105,094
TD Ameritrade	Prologis	42,518	54,735
TD Ameritrade	Prologis Pfd. 6.75%	36,733	37,740
TD Ameritrade	Public Storage, Inc.	27,914	43,488
TD Ameritrade	Scout Funds Core Bond	335,026	342,618
TD Ameritrade	Shell International Fin BV SR Unsecured	119,946	117,094
TD Ameritrade	Simon Property Group	39,371	39,523
TD Ameritrade	SL Green Realty Corp. Pfd. 7.625% SER C	15,593	18,190
TD Ameritrade	Spdr Gold Tr SHS ETF	169,044	188,754
TD Ameritrade	Spdr Utilities Select Index	144,399	143,768
TD Ameritrade	Starwood Hotels & Resorts	31,610	34,416
TD Ameritrade	Taubman Centers Inc.	46,751	47,233
TD Ameritrade	Taubman Centers Inc. Pfd. Stock Qtly. Perp.	51,388	51,220
TD Ameritrade	Teva Pharmaceutical Fin III B	47,590	47,659
TD Ameritrade	UDR Inc.	44,843	41,614
TD Ameritrade	Vanguard Short Term U.S. Treasury	394,203	389,465
TD Ameritrade	Ventas Inc.	38,993	38,832
TD Ameritrade	Vornado Realty Trust 6.625% Cum. Pfd.	43,851	50,280
TD Ameritrade	Wells Fargo Company SR Note	100,305	100,297
Vanguard	500 Index Signal Shares	*	30,332
Vanguard	Equity Income Fund	*	1,319
Vanguard	Inflation Protected SEC	*	15,522
Vanguard	Intermediate Term Bond Index	*	10,905
Vanguard	Mid Cap Growth	*	394
Vanguard	Mid Cap Index Fund Signal	*	20,585
Vanguard	Prime Money Market	*	80,137
Vanguard	Small Cap Index Fund Signal	*	5,186
Vanguard	Target Retirement 2010	*	10,918
Vanguard	Target Retirement 2015	*	448

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

DUNLOP MANUFACTURING, INC.
401(k) PROFIT SHARING PLAN
FEIN : 94-2440675
PLAN NUMBER 001

SCHEDULE OF ASSETS HELD FOR INVESTMENT
FORM 5500, SCHEDULE H, PART IV LINE 4i
DECEMBER 31, 2012

Identity of issuer, borrower or lessor	Description of investment, including maturity date, and rate of interest	Cost	Market Value
Vanguard	Target Retirement 2020	$ *	$ 110,989
Vanguard	Target Retirement 2025	*	489
Vanguard	Target Retirement 2030	*	15,337
Vanguard	Target Retirement 2040	*	63,559
Vanguard	Target Retirement 2045	*	1,052
Vanguard	Target Retirement 2050	*	555
Vanguard	Target Retirement 2055	*	126
Vanguard	Target Retirement Income Fund	*	12,428
Victory	Small Company Opportunity Fund	*	28
West America Bank	West America Bank 5	54,241	54,241
West America Bank	West America Bank 6	445,052	445,052
Participant loans - rates ranging from 4.25% to 9.39%**			1,051,461
		$ 8,757,167	$ 10,542,382

* Cost not provided for participant directed investments.

** Parties-in-interest.

DUNLOP MANUFACTURING, INC.
401(k) PROFIT SHARING PLAN
FEIN : 94-2440675
PLAN NUMBER 001

SCHEDULE OF ASSETS ACQUIRED AND DISPOSED OF WITHIN THE YEAR
FORM 5500, SCHEDULE H, PART IV, LINE 4i
DECEMBER 31, 2012

Identity of issuer, borrower or lessor Description of investment, including maturity date, and rate of interest		Cost	Proceeds
TD Ameritrade	Ishares Barclays 10-20 Year Treasury Bond Fund	33,576	32,890
TD Ameritrade	Ishares Barclays MBS Bond Fund	298,803	297,995
TD Ameritrade	Ishares Barclays Short Treasury Bond Fund	254,783	254,783
TD Ameritrade	Ishares Barclays TIPS Bond Fund	189,776	189,078
TD Ameritrade	Ishares IBOXX High Yield Cap Bond	69,336	68,794
TD Ameritrade	Ishares JPM USB Emerging Market	20,717	20,950
TD Ameritrade	Ishares JPM USB Emerging Market Bond	30,931	31,253
TD Ameritrade	Ishares MSCI EAFE Small Cap Index	18,026	17,955
TD Ameritrade	Ishares MSCU EAFE Index Fund	89,576	89,593
TD Ameritrade	Ishares Russell Mid Cap Value	39,198	40,019
TD Ameritrade	Ishares S&P Small Cap 600 Growth	20,485	20,908
TD Ameritrade	Ishares S&P/Citigroup Intl. Treasury Fund	148,853	145,886
TD Ameritrade	Powershares DB Com. Index Fund ETF	37,834	37,867
TD Ameritrade	Powershares FTSE RAFI Emerging	44,736	44,995
TD Ameritrade	Spdr Lehman Int. Term ETF	272,606	271,016
TD Ameritrade	Spdr S&P 400 Mid Cap Growth ETF	40,153	40,824
TD Ameritrade	Vanguard Growth ETF MSCI U.S. Prime Market	159,638	162,767
TD Ameritrade	Vanguard Small Cap Value ET	10,038	10,286
TD Ameritrade	Vanguard Small Cap Value ETF	9,663	9,793
TD Ameritrade	Vanguard Value ETF MSCI U.S. Prime Market	149,061	152,192
TD Ameritrade First Rep	Autozone Inc. SR Unsecured 5.875%	37,976	37,000
TD Ameritrade First Rep	BAC Cap Trust XII	62,102	62,536
TD Ameritrade First Rep	Citigroup Capital XIX Pfd. 7.25% Div. Callable	37,883	37,953
TD Ameritrade/First Rep	TD Ameritrade Holding Corp.	37,541	37,000
TD Ameritrade/First Rep	Verizon Virginia Inc. SR Unsecured M-W	48,768	48,044
TD Ameritrade/Mercer	FDDS Emerging Market	9,783	10,262
TD Ameritrade/Mercer	FDS Inc. Intl. Real Estate CL I	34,693	40,351
TD Ameritrade/Mercer	Ishares Barclays 10-20 Year Treasury Bond	33,938	34,309
TD Ameritrade/Mercer	Ishares Barclays MBS Bond Fund	299,044	299,208
TD Ameritrade/Mercer	Ishares Barclays Short Treasury Bond Fund	254,805	254,757
TD Ameritrade/Mercer	Ishares Barclays TIPS Bond Fund	190,435	191,273
TD Ameritrade/Mercer	Ishares IBOXX High Yield Cap Bond	68,207	67,871
TD Ameritrade/Mercer	Ishares JPM USB Emerging Market	51,861	51,095

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

DUNLOP MANUFACTURING, INC.
401(k) PROFIT SHARING PLAN
FEIN : 94-2440675
PLAN NUMBER 001

SCHEDULE OF ASSETS ACQUIRED AND DISPOSED OF WITHIN THE YEAR
FORM 5500, SCHEDULE H, PART IV, LINE 4i
DECEMBER 31, 2012

Identity of issuer, borrower or lessor	Description of investment, including maturity date, and rate of interest	Cost	Proceeds
TD Ameritrade/Mercer	Ishares MSCI EAFE Index Fund	$ 83,707	$ 81,853
TD Ameritrade/Mercer	Ishares MSCI EAFE Small Cap Index	17,010	16,556
TD Ameritrade/Mercer	Ishares Russell Mid Cap Value	38,616	38,216
TD Ameritrade/Mercer	Ishares S&P Small Cap 600 Growth	20,276	20,085
TD Ameritrade/Mercer	Ishares S&P/Citigroup Intl. Treas. Fund	146,298	145,609
TD Ameritrade/Mercer	Powershares DB Comm Index Fund ETF	34,613	33,958
TD Ameritrade/Mercer	Powershares FTSE RAFI Emerging	39,447	38,110
TD Ameritrade/Mercer	Spdr Lehman Intl. Term ETF	273,251	273,647
TD Ameritrade/Mercer	Spdr S&P 400 Mid Cap Growth ETF	39,594	39,121
TD Ameritrade/Mercer	Vanguard Growth ETF MSCI U.S. Prime Market	158,231	156,725
TD Ameritrade/Mercer	Vanguard Value EFT MSCI U.S. Prime Market	147,293	145,223
TD Ameritrade/Mercer	Vanguard Small Cap Value ETF	19,343	19,111
TD Ameritrade/Titan	America Movil SAB DE CV	98,503	97,305
TD Ameritrade/Titan	Arcelormittal	93,804	93,388
TD Ameritrade/Titan	Autozone Inc. SR Unsecured 5.875%	38,130	37,976
TD Ameritrade/Titan	Fortune Brand,s Inc.	105,913	105,005
TD Ameritrade/Titan	Hewlett Packard Co.	93,085	93,095
TD Ameritrade/Titan	Medtronic Inc. SR NT CV 1.625%	50,313	50,500
TD Ameritrade/Titan	Pimco Low Duration Fund Instl.	191,209	192,294
TD Ameritrade/Titan	Spdr Utilities Select Index	144,399	144,219
TD Ameritrade/Titan	TD Ameritrade Holding Corp.	37,612	37,541
TD Ameritrade/Titan	Teva Pharmaceutical Fin. III B	47,855	47,590
TD Ameritrade/Titan	Verizon Virginia Inc. SR Unsecured	48,851	48,768
		$ 5,072,178	$ 5,067,398

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

DUNLOP MANUFACTURING, INC.
401(k) PROFIT SHARING PLAN
FEIN: 94-2440675
PLAN NUMBER 001

SCHEDULE OF REPORTABLE TRANSACTIONS
FORM 5500, SCHEDULE H, PART IV, LINE 4j
DECEMBER 31, 2012

Identity of Party and Description of Asset	Purchase Price	Selling Price	Cost of Asset	Current Value	Net Gain or (Loss)
Charles Schwab / Southland - DVY Ishares DJ Select Div. Fd.	$ 286,148	$ 339,206	$ 332,390	$ 339,206	$ 6,816
TD Ameritrade - MBB Ishares Barclays MBS Bond	159,089	319,121	315,511	319,121	3,610
TD Ameritrade - ITE Spdr Lehman Int. Term ETF	150,544	303,125	295,952	303,125	7,173
	$ 595,781	$ 961,452	$ 943,853	$ 961,452	$ 17,599

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

DUNLOP MANUFACTURING, INC.
401(k) PROFIT SHARING PLAN
FEIN: 94-2440675
PLAN NUMBER 001

SCHEDULE OF DELINQUENT CONTRIBUTIONS
FORM 5500, SCHEDULE H, PART IV, LINE 4a
DECEMBER 31, 2012

Amount Withheld	Date Withheld	Date Remitted	Check Here if Late Loan Payments are Included	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Corrections in VFCP	Total Fully Corrected Under VFCP & PTE 2002-51
$3,107	5/31/11	6/15/11	X	$-	$3,107	$-	$-
$3,571	9/15/11	10/3/11	X	$-	$3,571	$-	$-
$3,592	11/30/11	12/16/11	X	$-	$3,592	$-	$-
$311	4/6/2012	4/23/2012	X	$-	$311	$-	$-
$4,995	10/31/2012	11/14/2012	X	$-	$4,995	$-	$-
$4,350	11/15/2012	12/14/2012	X	$-	$4,350	$-	$-

Schedule H, line 4i

Schedule of Assets (Acquired and Disposed of Within Year)

For the plan year beginning 01/01/2012 and ending 12/31/2012
Name of plan: DUNLOP MANUFACTURING, INC. 401(k) PROFIT SHARING PLAN
Employer Identification Number: 94-2440675 Three-digit plan number: 001

(a) Identity of issue, borrower, lessor, or similar party	(b) Description of investment including maturity date, rate of interest, collateral, par, or maturity value	(c) Costs of acquisitions	(d) Proceeds of dispositions
TDA FIRST REP	AUTOZONE INC SR UNSECURED 5.875%	37,976	37,000
TDA FIRST REP	TD AMERITRADE HOLDING CORP	37,541	37,000
TDA FIRST REP	VERIZON VIRGINIA INC SR UNSECURED M-W	48,768	48,044
TDA/TITAN	AMERICA MOVIL SAB DE CV COMPANY GUARNT	49,768	48,735
TDA/TITAN	ARCELORMITTAL CL A	47,120	46,684
TDA/TITAN	FORTUNE BRANDS INC	53,426	52,487
TDA/TITAN	HEWLETT PACKARD CO	46,425	46,660
TDA/TITAN	AMERICA MOVIL SAB DE CV COMPANY GUARNT	48,735	48,570
TDA/TITAN	ARCELORMITTAL CL A	46,684	46,704
TDA/TITAN	AUTOZONE INC SR UNSECURED 5.875%	38,130	37,976
TDA/TITAN	FORTUNE BRANDS INC	52,487	52,518
TDA/TITAN	HEWLETT PACKARD CO	46,660	46,435
TDA/TITAN	MEDTRONIC INC SR NT CV 1.625%	50,313	50,500
TDA/TITAN	TD AMERITRADE HOLDING CORP	37,612	37,541
TDA/TITAN	TEVA PHARMACEUTICAL FIN III B CO GUARNT M-W	47,855	47,590
TDA/TITAN	VERIZON VIRGINIA INC SR UNSECURED M-W	48,851	48,768
TDA	DBC POWERSHARES DB COMM IND FD ETF	18,453	18,434
TDA	EFA ISHARES MSCI EAFE INDEX FUND	53,719	53,447
TDA	EMB ISHARES JPM USB EMRG MKT	20,717	20,950
TDA	HYG ISHARES IBOXX HI YIELD CAP BOND	29,167	28,961
TDA	IGOV ISHARES S&P/CITIGROUP INTL TREAS FUND	65,538	64,055
TDA	IJT ISHARES S&P SMALLCAP 600 GROWTH	10,190	10,330
TDA	ITE SPDR LEHMAN INT TERM ETF	121,267	120,472
TDA	IWS ISHARES RUSSELL MIDCAP VALUE	29,177	29,748
TDA	MBB ISHARES BARCLAYS MBS BOND FUND	139,331	138,906
TDA	MDYG SPDR S&P 400 MID CAP GROWTH ETF	29,945	30,408
TDA	PXH POWERSHARES FTSE RAFE EMRGIN	35,462	35,655
TDA	SCZ ISHARES MSCI EAFE SMALL CAP INDEX	9,027	8,938
TDA	SHV ISHARES BARCLAYS SHORT TREA BOND FUND	116,592	116,592
TDA	TIP ISHARES BARCLAYS TIPS BOND FUND	83,685	83,166
TDA	TLH ISHARES BARCLAYS 10-20 YR TREA BOND FD	11,361	11,092
TDA	VBR VANGUARD SMALL CAP VALUE ETF	9,663	9,793
TDA	VTV VANGUARD VALUE ETF MSCI US PRIME MKT	88,297	89,963
TDA	VUG VANGUARD GROWTH ETF MSCI US PRIME MKT	94,985	96,647
TDA	DBC POWERSHARES DB COMM IND FD ETF	19,381	19,433
TDA	EFA ISHARES MSCI EAFE INDEX FUND	35,857	36,146
TDA	EMB ISHARES JPM USB EMRG MKT BD	30,931	31,253
TDA	HYG ISHARES IBOXX HI YIELD CAP BOND	40,169	39,833
TDA	IGOV ISHARES S&P/CITIGROUP INTL TREAS FUND	83,315	81,831
TDA	IJT ISHARES S&P SMALLCAP 600 GROWTH	10,295	10,578
TDA	ITE SPDR LEHMAN INT TERM ETF	151,339	150,544
TDA	IWS ISHARES RUSSELL MIDCAP VALUE	10,021	10,271
TDA	MBB ISHARES BARCLAYS MBS BOND FUND	159,472	159,089
TDA	MDYG SPDR S&P 400 MID CAP GROWTH ETF	10,208	10,416
TDA	PXH POWERSHARES FTSE RAFE EMRGIN	9,274	9,340
TDA	SCZ ISHARES MSCI EAFE SMALL CAP INDEX	8,999	9,017
TDA	SHV ISHARES BARCLAYS SHORT TREA BOND FUND	138,191	138,191
TDA	TIP ISHARES BARCLAYS TIPS BOND FUND	106,091	105,912
TDA	TLH ISHARES BARCLAYS 10-20 YR TREA BOND FD	22,215	21,798
TDA	VBR VANGUARD SMALL CAP VALUE ETF	10,038	10,286
TDA	VTV VANGUARD VALUE ETF MSCI US PRIME MKT	60,764	62,229
TDA	VUG VANGUARD GROWTH ETF MSCI US PRIME MKT	64,653	66,120
TDA/MERCER	DBC POWERSHARES DB COMM IND FD ETF	16,854	16,527
TDA/MERCER	EFA ISHARES MSCI EAFE INDEX FUND	49,936	48,829
TDA/MERCER	EMB ISHARES JPM USB EMRG MKT	20,813	20,503
TDA/MERCER	HYG ISHARES IBOXX HI YIELD CAP BOND	28,714	28,574
TDA/MERCER	IGOV ISHARES S&P/CITIGROUP INTL TREAS FUND	64,236	63,931
TDA/MERCER	IJT ISHARES S&P SMALLCAP 600 GROWTH	10,018	9,925
TDA/MERCER	ITE SPDR LEHMAN INT TERM ETF	121,465	121,641
TDA/MERCER	IWS ISHARES RUSSELL MIDCAP VALUE	28,705	28,409
TDA/MERCER	MBB ISHARES BARCLAYS MBS BOND FUND	139,395	139,457
TDA/MERCER	MDYG SPDR S&P 400 MID CAP GROWTH ETF	29,492	29,141
TDA/MERCER	PXH POWERSHARES FTSE RAFE EMRGIN	31,259	30,197
TDA/MERCER	SCZ ISHARES MSCI EAFE SMALL CAP INDEX	8,467	8,239

Schedule H, line 4i

Schedule of Assets (Acquired and Disposed of Within Year)

For the plan year beginning 01/01/2012 and ending 12/31/2012
Name of plan: DUNLOP MANUFACTURING, INC. 401(k) PROFIT SHARING PLAN
Employer Identification Number: 94-2440675 **Three-digit plan number: 001**

(a) Identity of issue, borrower, lessor, or similar party	(b) Description of investment including maturity date, rate of interest, collateral, par, or maturity value	(c) Costs of acquisitions	(d) Proceeds of dispositions
TDA/MERCER	SHV ISHARES BARCLAYS SHORT TREA BOND FUND	116,602	116,579
TDA/MERCER	TIP ISHARES BARCLAYS TIPS BOND FUND	83,763	84,129
TDA/MERCER	TLH ISHARES BARCLAYS 10-20 YR TREA BOND FD	11,446	11,571
TDA/MERCER	VBR VANGUARD SMALL CAP VALUE ETF	9,434	9,320
TDA/MERCER	VTV VANGUARD VALUE ETF MSCI US PRIME MKT	87,067	85,836
TDA/MERCER	VUG VANGUARD GROWTH ETF MSCI US PRIME MKT	93,954	93,059
TDA/MERCER	DBC POWERSHARES DB COMM IND FD ETF	17,768	17,431
TDA/MERCER	EFA ISHARES MSCI EAFE INDEX FUND	33,771	33,024
TDA/MERCER	EMB ISHARES JPM USB EMRG MKT	31,048	30,592
TDA/MERCER	HYG ISHARES IBOXX HI YIELD CAP BOND	39,493	39,297
TDA/MERCER	IGOV ISHARES S&P/CITIGROUP INTL TREAS FUND	82,062	81,678
TDA/MERCER	IJT ISHARES S&P SMALLCAP 600 GROWTH	10,258	10,160
TDA/MERCER	ITE SPDR LEHMAN INT TERM ETF	151,786	152,006
TDA/MERCER	IWS ISHARES RUSSELL MIDCAP VALUE	9,911	9,807
TDA/MERCER	MBB ISHARES BARCLAYS MBS BOND FUND	159,649	159,751
TDA/MERCER	MDYG SPDR S&P 400 MID CAP GROWTH ETF	10,102	9,980
TDA/MERCER	PXH POWERSHARES FTSE RAFE EMRGIN	8,188	7,913
TDA/MERCER	SCZ ISHARES MSCI EAFE SMALL CAP INDEX	8,543	8,317
TDA/MERCER	SHV ISHARES BARCLAYS SHORT TREA BOND FUND	138,203	138,178
TDA/MERCER	TIP ISHARES BARCLAYS TIPS BOND FUND	106,672	107,144
TDA/MERCER	TLH ISHARES BARCLAYS 10-20 YR TREA BOND FD	22,492	22,738
TDA/MERCER	VBR VANGUARD SMALL CAP VALUE ETF	9,909	9,791
TDA/MERCER	VTV VANGUARD VALUE ETF MSCI US PRIME MKT	60,226	59,387
TDA/MERCER	VUG VANGUARD GROWTH ETF MSCI US PRIME MKT	64,277	63,666
TDA/TITAN	AMEX SPDR UTILITIES SELECT INDEX	144,399	144,219
TDA/TITAN	PIMCO LOW DURATION FD INSTL	191,209	192,294
TDA/MERCER	MSIF FDS INC INTERNATL REAL ESTATE CL I	17,120	19,912
TDA/MERCER	SSGA FDDS EMERGING MKT	9,783	10,262
TDA/MERCER	MSIF FDS INC INTERNATL REAL ESTATE CL I	17,573	20,439
TDA/MERCER	SSGA FDDS EMERGING MKT	15,063	15,799
TDA FIRST REP	CITIGROUP CAPITAL XIX PFD 7.25% DIV CALLABLE	37,883	37,953
TDA FIRST REP	BAC CAP TRUST XII	62,102	62,536

Schedule H, line 4i

Schedule of Assets (Held At End of Year)

For the plan year beginning 01/01/2012 and ending 12/31/2012
Name of plan: DUNLOP MANUFACTURING, INC. 401(k) PROFIT SHARING PLAN
Employer Identification Number: 94-2440675 Three-digit plan number: 001

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current Value
	COLUMBIA	ACINX COLUMBIA ACORN INTERNATIONAL FUND	N/A	57
	DOMINI	DSEFX DOMINI SOCIAL EQUITY FUND INVESTOR	N/A	9,091
	OPPENHEIMER FUNDS	ODVIX OPPENHEIMER DEVELOPING MARKETS I	N/A	349
	AMERICAN FUNDS	RAFGX AMERICAN AMCAP FUND CLASS R-6	N/A	65,914
	AMERICAN FUNDS	RERGX AMERICAN EUROPACIFIC GROWTH FUND CL R	N/A	53,260
	TD AMERITRADE	TD BANK USA MMDA	N/A	4,873
	VANGUARD	VEIPX VANGUARD EQUITY INCOME FUND	N/A	1,319
	VANGUARD	VFFVX VANGUARD TARGET RETIREMENT 2055	N/A	126
	VANGUARD	VFIFX VANGUARD TARGET RETIREMENT 2050	N/A	555
	VANGUARD	VFORX VANGUARD TARGET RETIREMENT 2040	N/A	63,559
	VANGUARD	VIBSX VANGUARD INTERMEDIATE TERM BOND INDEX	N/A	10,905
	VANGUARD	VIFSX VANGUARD 500 INDEX SIGNAL SHARES	N/A	30,332
	VANGUARD	VIPSX VANGUARD INFLATION PROTECTED SEC	N/A	15,522
	VANGUARD	VMGRX VANGUARD MID CAP GROWTH	N/A	394
	VANGUARD	VMISX VANGUARD MID CAP INDEX FUND SIGNAL	N/A	20,585
	VANGUARD	VMMXX VANGUARD PRIME MONEY MARKET	N/A	80,137
	VANGUARD	VSISX VANGUARD SMALL CAP INDEX FUND SIGNAL	N/A	5,186
	VICTORY	VSOIX VICTORY SMALL COMPANY OPPORTUNITY FD	N/A	28
	VANGUARD	VTENX VANGUARD TARGET RETIREMENT 2010	N/A	10,918
	VANGUARD	VTHRX VANGUARD TARGET RETIREMENT 2030	N/A	15,337
	VANGUARD	VTINX VANGUARD TARGET RETIREMENT INCOME FD	N/A	12,428
	VANGUARD	VTIVX VANGUARD TARGET RETIREMENT 2045	N/A	1,052
	VANGUARD	VTTVX VANGUARD TARGET RETIREMENT 2025	N/A	489
	VANGUARD	VTWNX VANGUARD TARGET RETIREMENT 2020	N/A	110,989
	VANGUARD	VTXVX VANGUARD TARGET RETIREMENT 2015	N/A	448
	SCHWAB/SOUTHLAND	SCHWAB/SOUTHLAND 39257865 BND VANGUARD BOND INDEX FUND TOTAL BOND MARKET ETF	186,318	188,059
	SCHWAB/SOUTHLAND	SCHWAB/SOUTHLAND 39257865 BSV VANGUARD BOND INDEX FUND SHORT TERM ETF	55,502	55,478
	SCHWAB/SOUTHLAND	SCHWAB/SOUTHLAND 39257865 CASH	2,039	2,039
	SCHWAB/SOUTHLAND	SCHWAB/SOUTHLAND 39257865 GLD SPDR GOLD TRUST	58,947	55,573
	SCHWAB/SOUTHLAND	SCHWAB/SOUTHLAND 39257865 GOVT MONEY FUND	360,879	360,879
	SCHWAB/SOUTHLAND	SCHWAB/SOUTHLAND 39257865 TIP ISHARES TR BARCLAYS TIPS	147,795	152,977
	SCHWAB/SOUTHLAND	SCHWAB/SOUTHLAND 39257865 VNQ VANGUARD REIT	36,541	41,454
	SCHWAB/SOUTHLAND	SCHWAB/SOUTHLAND 39257865 XLP SECTOR SPDR TR CON STPLS	92,723	102,501
	TD AMERITRADE	TDA 759-234316 CASH	719	719
	TD AMERITRADE	TDA 759-234321 CASH	727	727
	TD AMERITRADE	TDA FIRST REP 911-061114 AMERICA MOVIL SAB DE CV COMPANY GUARNT	48,570	47,439
	TD AMERITRADE	TDA FIRST REP 911-061114 ANHEUSER BUSCH COS INC SE UNSECURED	120,167	117,458
	TD AMERITRADE	TDA FIRST REP 911-061114 ARCELORMITTAL CL A	46,704	45,452
	TD AMERITRADE	TDA FIRST REP 911-061114 FORTUNE BRANDS INC	52,518	51,689
	TD AMERITRADE	TDA FIRST REP 911-061114 HEWLETT PACKARD CO	46,435	45,530
	TD AMERITRADE	TDA FIRST REP 911-061114 MEDTRONIC INC SR NT CV 1.625%	50,500	50,157
	TD AMERITRADE	TDA FIRST REP 911-061114 MICROSOFT CORP SR UNSECURED 4.2%	117,448	115,281
	TD AMERITRADE	TDA FIRST REP 911-061114 SHELL INTERNATIONAL FIN BV SR UNSECURED	119,946	117,094
	TD AMERITRADE	TDA FIRST REP 911-061114 TEVA PHARMACEUTICAL FIN III B CO GUARNT M-W	47,590	47,659
	TD AMERITRADE	TDA FIRST REP 911-061114 DOUBLELINE TOTAL RETURN BOND I	240,615	247,045
	TD AMERITRADE	TDA FIRST REP 911-061114 ISHARES IBOXX & INVTOP INVES FD	240,686	241,980
	TD AMERITRADE	TDA FIRST REP 911-061114 ALEXANDRIA REAL EST EQUITIES PRFD-E	25,008	26,396
	TD AMERITRADE	TDA FIRST REP 911-061114 BANK OF AMERICA CORP PFD 6.204% SERIES D	24,978	24,920
	TD AMERITRADE	TDA FIRST REP 911-061114 BB&T CORPORATION PREF 1/1000TH PREP DER	26,108	25,980
	TD AMERITRADE	TDA FIRST REP 911-061114 BIOMED REALTY TRUST INC PFD 7.375% SERIES A	25,467	25,479
	TD AMERITRADE	TDA FIRST REP 911-061114 CAPITAL ONE FINL CORP PFD 6% DIV	49,908	49,720
	TD AMERITRADE	TDA FIRST REP 911-061114 CAPLEASE INC PFD B 8.375%	26,008	26,190
	TD AMERITRADE	TDA FIRST REP 911-061114 KILROY REALTY CORP PFD SER G	25,867	25,910
	TD AMERITRADE	TDA FIRST REP 911-061114 KIMCO REALTY CORP 1/1000TH PFD SER	51,647	51,220
	TD AMERITRADE	TDA FIRST REP 911-061114 TAUBMAN CENTERS INC PRFD STOCK QTLY PERP	51,388	51,220
	TD AMERITRADE	TDA FIRST REP 911-061114 AMERICAN CAMPUS COMMUNITIES COM	34,156	34,598
	TD AMERITRADE	TDA FIRST REP 911-061114 AMERICAN TOWER CORP REIT	31,856	34,772
	TD AMERITRADE	TDA FIRST REP 911-061114 DCT INDUSTRIAL TRUST INC COM	36,300	38,940
	TD AMERITRADE	TDA FIRST REP 911-061114 GENERAL ELEC CAP CORP 4.875% NOTES	75,278	76,470
	TD AMERITRADE	TDA FIRST REP 911-061114 SIMON PROPERTY GROUP COM	39,371	39,523
	TD AMERITRADE	TDA FIRST REP 911-061114 STARWOOD HOTELS & RESORTS COM	31,610	34,416
	TD AMERITRADE	TDA FIRST REP 911-061114 TAUBMAN CENTERS INC	46,751	47,232
	TD AMERITRADE	TDA FIRST REP 911-061114 UDR INC COM	44,843	41,615

Schedule H, line 4i

Schedule of Assets (Held At End of Year)

For the plan year beginning 01/01/2012 and ending 12/31/2012
Name of plan: DUNLOP MANUFACTURING, INC. 401(k) PROFIT SHARING PLAN
Employer Identification Number: 94-2440675 Three-digit plan number: 001

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current Value
	TD AMERITRADE	TDA FIRST REP 911-061114 VENTAS INC COM	38,993	38,832
	TD AMERITRADE	TDA FIRST REP 911-061114 ARTIO FDS GLOBAL HIGH INCOME	238,828	246,119
	TD AMERITRADE	TDA FIRST REP 911-061114 AVALONBAY COM	45,464	47,457
	TD AMERITRADE	TDA FIRST REP 911-061114 BIOMED REALTY TRUST INC COM	47,205	48,325
	TD AMERITRADE	TDA FIRST REP 911-061114 BOEING CO SR NT	105,228	105,313
	TD AMERITRADE	TDA FIRST REP 911-061114 BOSTON PROP INC COM	42,343	42,324
	TD AMERITRADE	TDA FIRST REP 911-061114 CONOCOPHILLIPS CORP GTD	101,458	108,070
	TD AMERITRADE	TDA FIRST REP 911-061114 DIGITL REALTY TRUST INC COM	28,619	30,551
	TD AMERITRADE	TDA FIRST REP 911-061114 GENERAL ELEC CAP CORP 5.875 NTS	21,378	26,000
	TD AMERITRADE	TDA FIRST REP 911-061114 GLAXOSMITHKLINE CAP INC GTD	78,875	76,259
	TD AMERITRADE	TDA FIRST REP 911-061114 HCP INC COM	30,038	38,386
	TD AMERITRADE	TDA FIRST REP 911-061114 ISHARES US PDF STOCK INDEX FD	58,890	59,430
	TD AMERITRADE	TDA FIRST REP 911-061114 JP MORGAN CHASE & CO SR NT	98,761	105,361
	TD AMERITRADE	TDA FIRST REP 911-061114 KIMCO REALTY CORP	32,214	38,640
	TD AMERITRADE	TDA FIRST REP 911-061114 MACERICH CO COM	32,763	43,725
	TD AMERITRADE	TDA FIRST REP 911-061114 MERCK & OC INC NT	104,236	109,008
	TD AMERITRADE	TDA FIRST REP 911-061114 MORGAN STANLEY DEAN W MS SR NT	100,943	105,897
	TD AMERITRADE	TDA FIRST REP 911-061114 OMEGA HEALTHCARE INVESTORS INC	52,624	53,663
	TD AMERITRADE	TDA FIRST REP 911-061114 ORACLE CORP OZARK HLDG SR	102,978	113,161
	TD AMERITRADE	TDA FIRST REP 911-061114 PIMCO FDS EMERGING LOCAL BOND	237,225	248,366
	TD AMERITRADE	TDA FIRST REP 911-061114 PITNEY BOWES INC NT NT	103,652	105,094
	TD AMERITRADE	TDA FIRST REP 911-061114 PROLOGIS COM	42,518	54,735
	TD AMERITRADE	TDA FIRST REP 911-061114 PROLOGIS PFD 6.75% PRM	36,733	37,740
	TD AMERITRADE	TDA FIRST REP 911-061114 PUBLIC STORAGE	27,914	43,488
	TD AMERITRADE	TDA FIRST REP 911-061114 SL GREEN REALTY CORP PFD 7.625 SER C	15,593	18,190
	TD AMERITRADE	TDA FIRST REP 911-061114 VORNADO REALTY TRUST 6.625% CUM PFD	43,851	50,280
	TD AMERITRADE	TDA FIRST REP 911-061114 WELLS FARGO COMPANY SR	100,305	100,297
	TD AMERITRADE	TDA FIRST REP 911-061114 INSURED DEPOSIT ACCOUNT	631,420	631,420
	TD AMERITRADE	TDA/MERCER 917-070542 AQR INTL MOMENTUM L	29,349	32,948
	TD AMERITRADE	TDA/MERCER 917-070542 AQR MANAGED FUTURES I	39,132	39,577
	TD AMERITRADE	TDA/MERCER 917-070542 AQR MOMENTUM FUND L	68,481	72,166
	TD AMERITRADE	TDA/MERCER 917-070542 AQR SMALL CAP MOMENTUM L	29,349	32,298
	TD AMERITRADE	TDA/MERCER 917-070542 BAIRD SHORT-TERM BD INST	149,471	150,274
	TD AMERITRADE	TDA/MERCER 917-070542 DFA DFA INTL III	32,285	36,936
	TD AMERITRADE	TDA/MERCER 917-070542 DFA DFA US LG III	68,481	77,908
	TD AMERITRADE	TDA/MERCER 917-070542 DFA EMERGING MKTS PTF	10,144	10,725
	TD AMERITRADE	TDA/MERCER 917-070542 DFA EMERGING MKTS VALUE PTF	9,783	11,064
	TD AMERITRADE	TDA/MERCER 917-070542 DFA INTL REAL ESTATE SEC PTF	17,753	16,255
	TD AMERITRADE	TDA/MERCER 917-070542 DFA INTL SM CAP VAL PORT	14,674	16,766
	TD AMERITRADE	TDA/MERCER 917-070542 DFA INTL SML PTFL	14,674	16,241
	TD AMERITRADE	TDA/MERCER 917-070542 DFA REAL ESTATE PT	31,795	32,260
	TD AMERITRADE	TDA/MERCER 917-070542 DFA TWO-YEAR GLOBAL FIXED PTF	304,129	302,094
	TD AMERITRADE	TDA/MERCER 917-070542 DFA US SMALL CAP VALUE PORT	29,349	33,114
	TD AMERITRADE	TDA/MERCER 917-070542 SCOUT FDS CORE BOND I	146,745	150,070
	TD AMERITRADE	TDA/MERCER 917-070542 TD AMERITRADE CASH	6,036	6,036
	TD AMERITRADE	TDA/MERCER 917-070549 AQR INTL MOMENTUM L	16,368	18,375
	TD AMERITRADE	TDA/MERCER 917-070549 AQR MANAGED FUTURES I	25,104	25,390
	TD AMERITRADE	TDA/MERCER 917-070549 AQR MOMENTUM FUND L	38,962	41,058
	TD AMERITRADE	TDA/MERCER 917-070549 AQR SMALL CAP MOMENTUM L	15,063	16,576
	TD AMERITRADE	TDA/MERCER 917-070549 BAIRD SHORT-TERM BD INST	188,281	189,342
	TD AMERITRADE	TDA/MERCER 917-070549 DFA DFA INTL III	16,368	18,652
	TD AMERITRADE	TDA/MERCER 917-070549 DFA DFA US LG III	38,962	44,325
	TD AMERITRADE	TDA/MERCER 917-070549 DFA EMERGING MKTS PTF	15,479	16,377
	TD AMERITRADE	TDA/MERCER 917-070549 DFA INTL REAL ESTATE SEC PTF	18,059	16,536
	TD AMERITRADE	TDA/MERCER 917-070549 DFA INTL SM CAP VAL PORT	9,841	11,244
	TD AMERITRADE	TDA/MERCER 917-070549 DFA INTL SML PTFL	10,042	11,114
	TD AMERITRADE	TDA/MERCER 917-070549 DFA REAL ESTATE PT	35,302	35,894
	TD AMERITRADE	TDA/MERCER 917-070549 DFA TWO-YEAR GLOBAL FIXED PTF	388,998	386,399
	TD AMERITRADE	TDA/MERCER 917-070549 DFA US SMALL CAP VALUE PORT	15,063	16,995
	TD AMERITRADE	TDA/MERCER 917-070549 SCOUT FDS CORE BOND I	188,281	192,548
	TD AMERITRADE	TDA/MERCER 917-070549 TD AMERITRADE CASH	7,159	7,159
	TD AMERITRADE	TDA/TITAN 755-947097 AMEX SPDR UTILITIES SELECT INDEX	144,399	143,768
	TD AMERITRADE	TDA/TITAN 755-947097 CASH	2,067	2,067

Schedule H, line 4i

Schedule of Assets (Held At End of Year)

For the plan year beginning 01/01/2012 and ending 12/31/2012
Name of plan: DUNLOP MANUFACTURING, INC. 401(k) PROFIT SHARING PLAN
Employer Identification Number: 94-2440675 Three-digit plan number: 001

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current Value
	TD AMERITRADE	TDA/TITAN 755-947097 INSURED DEPOSIT ACCOUNT	6,948	6,948
	TD AMERITRADE	TDA/TITAN 755-947097 PIMCO LOW DURATION FD INSTL	191,209	194,141
	TD AMERITRADE	TDA/TITAN 755-947097 SPDR GOLD TR GOLD SHS ETF	169,044	188,754
	TD AMERITRADE	TDA/TITAN 755-947097 VANGUARD SHT TM US TREA	394,203	389,465
	WEST AMERICA BANK	WESTAMERICA BANK -5	54,241	54,241
	WEST AMERICA BANK	WESTAMERICA BANK -6	445,052	445,052
*	PARTICIPANT LOANS	PARTICIPANT LOANS INT RATES 4.25% TO 9.39%	0	1,051,461

Schedule H, Line 4

Schedule of Delinquent Participant Contributions

For the Plan Year Beginning 01/01/2012 and Ending 12/31/2012

Name of Plan: DUNLOP MANUFACTURING, INC. 401(k) PROFIT SHARING PLAN

Employer Identification Number: 94-2440675 Three-digit plan number: 001

Participant Contributions Transferred Late to Plan	Total that Constitute Nonexempt Prohibited Transactions			Total Fully Corrected Under VFCP and PTE 2002-51
Check here if Late Participant Loan Repayments are included: X	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	
$3,078		$3,078		
$29		$29		
$3,542		$3,542		
$29		$29		
$3,563		$3,563		
$29		$29		
$311		$311		
$4,995		$4,995		
$4,350		$4,350		

Schedule H, line 4j
Schedule of Reportable Transactions.

Name of Employer: DUNLOP MANUFACTURING, INC.

Employer identification number: 94-2440675

Plan Year 01/01/2012 to 12/31/2012

Three-digit plan number ▶ 001

(a) Identity of party involved	(b) Description of asset (include interest rate and maturity in case of a loan)	(c) Purchase Price	(d) Selling price	(e) Lease rental	(f) Expense incurred with transaction	(g) Cost of asset	(h) Current value of asset on transaction date	(i) Net gain or (loss)
SCHWAB/SOUTHLAND	DVY ISHARES DJ SELECT DIV FD	286148	339206			332390	339206	6816
TDA	MBB ISHARES BARCLAYS MBS BOND	159089	319121			315511	319121	3610
TDA	ITE SPDR LEHMAN INT TERM ETF	150544	303125			295952	303125	7173