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
CULLEN & DYKMAN, SAVINGS PLAN I

1b Three-digit plan number (PN) ▶ 003

1c Effective date of plan 07/01/1994

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

CULLEN & DYKMAN, LLP

100 QUENTIN ROOSEVELT BOULEVARD
GARDEN CITY, NY 11530-4850

2b Employer Identification Number (EIN)
11-0658700

2c Sponsor's telephone number
516-357-3884

2d Business code (see instructions)
541190

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.	10/08/2013	ADELE MAURO
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

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

Preparer's telephone number (optional)

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

3b Administrator's EIN

3c Administrator's telephone number

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

a Sponsor's name

4b EIN

4c PN

5	Total number of participants at the beginning of the plan year	**5**	228
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**	287
b	Retired or separated participants receiving benefits	**6b**	2
c	Other retired or separated participants entitled to future benefits	**6c**	42
d	Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	331
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	**6e**	1
f	Total. Add lines **6d** and **6e**	**6f**	332
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	219
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	6
7	Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

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

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

9a Plan funding arrangement (check all that apply)

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

9b Plan benefit arrangement (check all that apply)

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

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

a Pension Schedules

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

b General Schedules

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

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

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

A Name of plan
CULLEN & DYKMAN, SAVINGS PLAN I

B Three-digit plan number (PN) ▶ 003

C Plan sponsor's name as shown on line 2a of Form 5500
CULLEN & DYKMAN, LLP

D Employer Identification Number (EIN)
11-0658700

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

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

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

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

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

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

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

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

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

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

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

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

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

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

HARTFORD RETIREMENT SERVICES, LLC

26-1589907

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
15 37 38 49 64 65 99 50	N/A	3965	Yes [ ] No [X]	Yes [X] No [ ]	35747	Yes [ ] No [X]

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

RELIANCE TRUST CO

58-1428634

(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?
19 25 99	N/A	0	Yes [X] No [ ]	Yes [ ] No [X]	4345	Yes [ ] No [X]

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

BANK OF AMERICA, NA

94-1687665

(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?
52 59 60 63	N/A	0	Yes [X] No [ ]	Yes [ ] No [X]	115756	Yes [ ] No [X]

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)

MORNINGSTAR ASSOC

36-4317381

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
49	NA	0	Yes [X] No [ ]	Yes [ ] No [X]	19	Yes [ ] No [X]

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

MESIROW FINANCIAL INVESTMENT

36-3429599

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
49	NA	0	Yes [X] No [ ]	Yes [ ] No [X]	21	Yes [ ] No [X]

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

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

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
HARTFORD RETIREMENT SERVICES, LLC	15	35747
(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.	
BANK OF AMERICA CORPORATION 94-1687665	PLEASE SEE THE FEE AND DISCLOUSURE ATTACHMENT	

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
RELIANCE TRUST COMPANY	19 99	4345
(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.	
HARTFORD RETIREMENT SERVICES 26-1589907	PLEASE SEE THE FEE AND DISCLOUSURE ATTACHMENT	

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
BANK OF AMERICA CORPORATION	51 56 59 60 63 72	115756
(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
SEE FORM 5500 SCHEDULE C ATTACHMENT 94-1687665	PLEASE SEE THE FEE AND DISCLOUSURE ATTACHMENT	

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
MORNINGSTAR ASSOC	49	19

(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.
HARTFORD RETIREMENT SERVCIES LLC 26-1589907	PLEASE SEE THE FEE AND DISCLOUSRE ATTACHEMENT

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
MESIROW FINANCIAL INVESTMENT	49	21

(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.
HARTFORD RETIREMENT SERVICES LLC 26-1589907	PLEASE SEE THE FEE AND DISCLOUSRE ATTACHEMENT

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

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

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

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

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

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

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

(complete as many entries as needed)

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE D (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

DFE/Participating Plan Information

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

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

OMB No. 1210-0110

2012

This Form is Open to Public Inspection.

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

A Name of plan
CULLEN & DYKMAN, SAVINGS PLAN I

B Three-digit plan number (PN) ▶ 003

C Plan or DFE sponsor's name as shown on line 2a of Form 5500
CULLEN & DYKMAN, LLP

D Employer Identification Number (EIN)
11-0658700

Part I **Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs)**
(Complete as many entries as needed to report all interests in DFEs)

a Name of MTIA, CCT, PSA, or 103-12 IE: PUTNAM STABLE VALUE FUND

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

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
04-3159710-202	C	4531628

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

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

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

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

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

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

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

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

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

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

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

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

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

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

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

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

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

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

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

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

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

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

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

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

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

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

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

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

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

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

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

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

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

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

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

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

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

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

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

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

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

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

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

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

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

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

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

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

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

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

a Plan name

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

a Plan name

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

a Plan name

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

a Plan name

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

a Plan name

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

a Plan name

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

a Plan name

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

a Plan name

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

a Plan name

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

a Plan name

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

a Plan name

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

a Plan name

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

a Plan name

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

SCHEDULE H (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

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

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

OMB No. 1210-0110

2012

This Form is Open to Public Inspection

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

A Name of plan
CULLEN & DYKMAN, SAVINGS PLAN I

B Three-digit plan number (PN) ▶ 003

C Plan sponsor's name as shown on line 2a of Form 5500
CULLEN & DYKMAN, LLP

D Employer Identification Number (EIN)
11-0658700

Part I Asset and Liability Statement

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

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)		
(2) Participant contributions	1b(2)		
(3) Other	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)	752369	776876
(9) Value of interest in common/collective trusts	1c(9)	3160459	4671675
(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)	32099522	36621883
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)		

		(a) Beginning of Year	(b) End of Year
1d Employer-related investments:			
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	36012350	42070434
Liabilities			
g Benefit claims payable	1g		
h Operating payables	1h		
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through1j)	1k	0	0
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	36012350	42070434

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)	1596641	
(B) Participants	2a(1)(B)	1203687	
(C) Others (including rollovers)	2a(1)(C)	39385	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		2839713
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)	33002	
(F) Other	2b(1)(F)		
(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		33002
(2) Dividends: **(A)** Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	943015	
(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		943015
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		0
(5) Unrealized appreciation (depreciation) of assets: **(A)** Real estate	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines **2b(5)(A)** and **(B)**	2b(5)(C)		0

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		103634
(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)		2897507
c Other income	2c		
d Total income. Add all **income** amounts in column (b) and enter total	2d		6816871
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	843061	
(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)		843061
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses: **(1)** Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)	3965	
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)		
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		3965
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		847026
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		5969845
l Transfers of assets:			
(1) To this plan	2l(1)		88239
(2) From this plan	2l(2)		

Part III Accountant's Opinion

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

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

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

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

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

(1) Name: GRASSI & COMPANY, CPAS **(2)** EIN: 11-3266576

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

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

Part IV Compliance Questions

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

During the plan year:

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

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

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year? ☐ **Yes** ☒ **No**

If "Yes," enter the amount of any plan assets that reverted to the employer this year **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
CULLEN & DYKMAN, SAVINGS PLAN I

B Three-digit plan number (PN) ▶ 003

C Plan sponsor's name as shown on line 2a of Form 5500
CULLEN & DYKMAN, LLP

D Employer Identification Number (EIN)
11-0658700

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**

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): 06-0974148

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):

CULLEN AND DYKMAN SAVINGS PLAN I

FINANCIAL STATEMENTS

DECEMBER 31, 2012

CULLEN AND DYKMAN
SAVINGS PLAN I

CONTENTS

	Page
Independent Auditors' Report	1-2
Financial Statements	
Statements of Net Assets Available for Benefits at December 31, 2012 and 2011	3
Statement of Changes in Net Assets Available for Benefits for the Year Ended December 31, 2012	4
Notes to Financial Statements	5-14
Supplemental Schedule	
Schedule of Assets (Held at End of Year) at December 31, 2012	15

INDEPENDENT AUDITORS' REPORT

To The Members
Cullen and Dykman Savings Plan I

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Cullen and Dykman Savings Plan I, which comprise the statements of net assets available for benefits at December 31, 2012 and 2011, and the statement of changes in net assets available for benefits for the year ended December 31, 2012, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditors' Responsibility

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

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summaried in Note 3, which was certified by Reliance Trust Company, custodian of the Plan, except for comparing the information with the related information included in the financial statements and supplemental schedule. We have been informed by the Plan administrator that the custodian holds the Plan's investment assets and executes investment transactions. The Plan administrator has obtained a certification from the custodian at December 31, 2012 and 2011 and for the year ended December 31, 2012 that the information provided to the Plan administrator by the custodian is complete and accurate.

An Independent Firm Associated with Moore Stephens International Limited

50 Jericho Quadrangle, Suite 200
Jericho, New York 11753
(516) 256-3500 ■ Fax (516) 256-3510

Additional Office: Manhattan, NY
(212) 661-6166
www.grassicpas.com

Disclaimer of Opinion

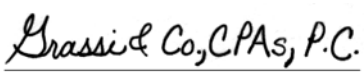
Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient, appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

Other Matter

We were engaged for the purpose of forming an opinion on the financial statements as a whole. The supplemental Schedule H, Line 4i - Schedule of Assets (Held at End of Year), which is the responsibility of Plan management, is presented for the purpose of additional analysis and is not a required part of the financial statements but is required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, it is inappropriate to and we do not express an opinion on the supplemental schedule referred to above.

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

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



GRASSI & CO., CPAs, P.C.

Jericho, New York
October 2, 2013

CULLEN AND DYKMAN SAVINGS PLAN I
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
DECEMBER 31, 2012 AND 2011

	2012	2011
ASSETS:		
Investments, at fair value:		
Mutual funds	$ 36,621,883	$ 32,099,522
Common collective trust	4,671,675	3,160,459
	41,293,558	35,259,981
Receivables:		
Employer contributions	1,729,726	1,592,718
Notes receivable from participants	776,876	752,369
	2,506,602	2,345,087
NET ASSETS REFLECTING INVESTMENTS AT FAIR VALUE	43,800,160	37,605,068
ADJUSTMENT FROM FAIR VALUE TO CONTRACT VALUE FOR FULLY BENEFIT-RESPONSIVE INVESTMENT CONTRACT	(140,047)	(104,285)
NET ASSETS AVAILABLE FOR BENEFITS	$ 43,660,113	$ 37,500,783

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

CULLEN AND DYKMAN SAVINGS PLAN I
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
FOR THE YEAR ENDED DECEMBER 31, 2012

ADDITIONS TO PLAN ASSETS ATTRIBUTED TO:		
Investment income:		
Net appreciation in fair value of investments	$	2,965,379
Interest and dividend income		943,015
Total investment income		3,908,394
Interest income on notes receivable from participants		33,002
Contributions:		
Participant contributions		1,203,687
Employer contributions		1,733,649
Participant rollover contributions		39,385
Total contributions		2,976,721
Other:		
Transfer into plan from Savings Plan II		88,239
Total Additions		7,006,356
DEDUCTIONS FROM PLAN ASSETS ATTRIBUTED TO:		
Benefits paid directly to participants		843,061
Administrative expenses		3,965
Total Deductions		847,026
NET INCREASE		6,159,330
NET ASSETS AVAILABLE FOR BENEFITS:		
Beginning of year		37,500,783
End of year	$	43,660,113

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

Note 1 - Description of Plan

The following description of the Cullen and Dykman Savings Plan I (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 employees and partners of Cullen and Dykman LLP (the "Partnership") who have completed one year of service, are at least 21 years old, and are not participants in the Cullen and Dykman Savings Plan II ("Savings Plan II"), which is also sponsored by the Partnership. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974, ("ERISA"), as amended.

Employees are eligible to participate in the Plan beginning on the January 1st or July 1st coinciding with or following the completion of one year of service and the attainment of age 21.

Contributions

The Plan allows the participants to contribute a specified percentage of their salary. Participants are allowed to contribute from 1% to 25% of their salary on a pre-tax basis, not to exceed the limitations set forth by the Internal Revenue Service. A participant's total pre-tax contribution may not exceed $17,000 for the year ended December 31, 2012. Additionally, participants who attain age 50 by the end of the Plan year may make an additional pre-tax catch-up contribution of up to $5,500 for the year ended December 31, 2012. A participant may stop contributing to the Plan at any time. Participants may also contribute amounts representing distributions from other qualified plans. Participants direct the investment of their contributions into various investment options offered by the Plan. All participants upon entry to the Plan elect the type of investment fund and funds into which they are to contribute. Participants may elect to change the type of investment allocation at any time during the year. The Partnership has the power to remove and replace the Plan trustee and record keeper at any time.

The Partnership makes contributions to the Plan in an amount equal to 25% of the first 6% of the participant's eligible gross salary for any participant actively employed on the last payroll date of the calendar quarter.

Note 1 - Description of Plan (cont'd.)

Contributions (cont'd.)

The Partnership may make profit sharing contributions, at its discretion, to be allocated among all partners and employees that are in the Plan. To be eligible for the profit sharing contribution, the participant must have been employed by the Partnership on the last day of the current Plan year.

During the year ended December 31, 2012, the Partnership made the following contributions:

Profit Sharing Contributions	$	1,523,743
Matching		209,906
	$	1,733,649

Participant Accounts

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

Vesting

Participants are vested immediately in their contributions plus actual earnings thereon. Participants obtain a vested interest in the Partnership's matching contributions and related earnings under the following conditions:

100% in the event of:

(i) death prior to termination of employment;
(ii) normal retirement (age 65);
(iii) permanent disability for which benefits are payable under the Social Security Act; or
(iv) completion of 3 years of vested service.

Note 1 - Description of Plan (cont'd.)

Vesting (cont'd.)

Otherwise, the vested portion of any participant's account shall be the percentage of the total amount of the Partnership's matching contribution and related earnings credited to the participant's account determined on the basis of the participant's number of years of service according to the following schedule:

(i) 0% for less than 1 year of service;
(ii) 33 1/3% for more than 1 year of service but less than 2 years of service; or
(iii) 66 2/3% for more than 2 years of service but less than 3 years of service.

With respect to the Partnership's discretionary profit sharing contributions, participants are 100% vested in their individual accounts according to a six-year graded schedule, with 20% earned after two years of service, and then an additional 20% becomes vested per year each year thereafter.

An individual will be deemed to have completed one year of service if employed at any time one year after the employment commencement date.

Notes Receivable from Participants

During employment with the Partnership, a participant may obtain loans from the Plan, which are secured by the vested portion of the participant's account. A participant may borrow a minimum of $500 up to a maximum of 50% of the vested portion of the participant's account balance or $50,000, whichever is less. Loans are secured by the balance in the participant's account and must be repaid to the Plan in no more than five years, provided, however, that such limitation does not apply to any loans used for the purchase of a principal residence of the participant for which the term of a loan may be up to 20 years. Interest is charged by the Plan at the prime rate in effect on the date of the loan plus 1%. At December 31, 2012 and 2011, interest rates ranged from 4.25% to 9.25% per annum, with loans having various maturity dates. A maximum of two loans, per participant, is allowed at any time.

Payment of Benefits

Participants are eligible to receive benefit payments when they terminate service or reach age 59 1/2. On termination of service, a participant may elect to receive an annuity, installment payments or a lump sum amount equal to the participant's account. Benefit payments are also permitted for death, disability and hardship.

Note 1 - Description of Plan (cont'd.)

Forfeited Accounts

The nonvested portion of a participant's account is forfeited when employment is terminated. Forfeitures are used to reduce future matching contributions or profit sharing contributions or to pay administrative expenses of the Plan. During the year ended December 31, 2012, there was $3,166 of forfeitures used to reduce employer matching or profit sharing contributions. At December 31, 2012 and 2011, there was $10,461 and $1,728, respectively, available in the forfeiture account to reduce the employer contributions for the succeeding Plan years.

Note 2 - Summary of Significant Accounting Policies

Basis of Accounting

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

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

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

Investment Valuation and Income Recognition

Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 5 for discussion of fair value measurements.

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

Note 2 - Summary of Significant Accounting Policies (cont'd.)

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.

Payment of Benefits

Benefit payments to participants are recorded when paid.

Administrative Expenses

The Partnership may, at its discretion, pay all or part of the expenses of maintaining the Plan. For 2012, the Partnership paid all except $3,965 of the expenses for maintaining the Plan.

Note 3 - Information Prepared and Certified By Custodian

The Plan administrator has obtained certification from Reliance Trust Company ("Reliance"), custodian of the Plan, at December 31, 2012 and 2011, and for the year ended December 31, 2012. Accordingly, all information pertaining to investments, included in the statements of net assets available for benefits and the related investment income has been provided and certified by Reliance. Additionally, the information contained in the supplemental schedule has been provided and certified by Reliance. The investment information certified by Reliance has not been audited by the independent auditors.

	2012	2011
Investments:		
Mutual funds, at fair value	$ 36,621,883	$ 32,099,522
Common collective trust, at contract value	4,531,628	3,056,174
	$ 41,153,511	$ 35,155,696
Investment income (loss):		
Net appreciation (depreciation) in fair value of investments:		
Mutual funds	$ 2,965,379	
Interest and dividend income	943,015	
	$ 3,908,394	
Interest income on notes receivable from participants	$ 33,002	

Note 4 - Investments

At December 31, 2012 and 2011, investments that represent 5% or more of the Plan's net assets consisted of the following:

	2012	2011
Mutual Funds:		
Columbia - Money Market Reserve - GT	$ *	$ 3,503,004
Columbia Large Company Index Z	4,935,717	*
Columbia - Intermediate Core BN	1,955,265	*
American - Capital World Growth & Income	2,605,998	2,076,559
American - American Balanced	2,972,897	2,551,533
T. Rowe Price Equity Income	2,030,346	*
Blackrock - Retirement Reserves Money Fund	*	4,185,983
Retirement Reserves Money	3,225,411	*
Putnam - Stable Value Fund, at contract value	4,531,628	3,056,174

*Represents less than 5% of the Plan's net assets at December 31, 2012 or 2011.

Note 5 - Fair Value Measurements

Financial Accounting Standards board ("FASB") Accounting Standards Codification ("ASC") Topic 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:

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

Level 2 - Inputs to the valuation methodology include:

- quoted prices for similar assets or liabilities in active markets;
- quoted prices for identical or similar assets or liabilities in inactive markets;
- inputs other than quoted prices that are observable for the asset or liability;
- 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.

Note 5 - Fair Value Measurements (cont'd.)

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 methodologies used at December 31, 2012 and 2011.

The Level 1 inputs relate to mutual funds whose underlying assets are valued at the net asset value ("NAV") of shares held by the Plan at year-end.

The Level 2 inputs relate to common collective trusts whose underlying asset is a Stable Asset Fund which invests in conventional and synthetic guaranteed investment contracts ("GICs") issued by life insurance companies, banks and other financial institutions with excess cash invested in cash equivalents. The objective of the Stable Asset Fund is to provide preservation of capital and relatively stable returns regardless of the volatility of the financial markets. The Stable Asset Fund is recorded in the accompanying financial statements at fair value. Fair value represents quoted market prices for synthetic GICs, while the fair value of conventional GICs is determined using a discounted cash flow methodology where the individual contract cash flows are discounted at the prevailing interpolated yield curve rate at December 31, 2012 and 2011.

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

Note 5 - Fair Value Measurements (cont'd.)

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

	Assets at Fair Value at December 31, 2012			
	Level 1	Level 2	Level 3	Total
Mutual Funds:				
Small Cap	$ 5,562,574	$ -	$ -	$ 5,562,574
Mid Cap	3,123,865	-	-	3,123,865
Large Cap	12,417,199	-	-	12,417,199
Bond	3,711,468	-	-	3,711,468
International	4,948,704	-	-	4,948,704
Specialty	6,858,073	-	-	6,858,073
Total Mutual Funds	36,621,883	-	-	36,621,883
Common Collective Trust	-	4,671,675	-	4,671,675
Total Assets at Fair Value	$ 36,621,883	$ 4,671,675	$ -	$ 41,293,558

	Assets at Fair Value at December 31, 2011			
	Level 1	Level 2	Level 3	Total
Mutual Funds:				
Small Cap	$ 5,973,523	$ -	$ -	$ 5,973,523
Mid Cap	2,820,631	-	-	2,820,631
Large Cap	6,477,066	-	-	6,477,066
Bond	3,218,488	-	-	3,218,488
International	3,717,484	-	-	3,717,484
Specialty	9,892,330	-	-	9,892,330
Total Mutual Funds	32,099,522	-	-	32,099,522
Common Collective Trust	-	3,160,459	-	3,160,459
Total Assets at Fair Value	$ 32,099,522	$ 3,160,459	$ -	$ 35,259,981

Note 6 - Party-In-Interest Transactions

Certain Plan investments are shares of mutual funds managed by Bank of America, N.A. Bank of America, N.A. is the trustee as defined by the Plan and, therefore, these transactions qualify as party-in-interest transactions. Fees paid by the Plan to Bank of America, N.A. for investment management services amounted to $3,965 for the year ended December 31, 2012.

Note 7 - Plan Termination

Although it has not expressed any intent to do so, the Partnership 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 8 - Transfers From and To Savings Plan II

The account balances of Plan participants, who cease to be eligible participants of the Plan upon becoming associates of the Partnership and subsequently become eligible in Savings Plan II, are transferred to Savings Plan II. Conversely, the account balances of participants of Savings Plan II, who cease to be eligible participants of Savings Plan II upon becoming partners of the Partnership and subsequently become eligible to participate in the Plan, are transferred into the Plan. During the year ended December 31, 2012, there were net transfers of $88,239 between the plans.

Note 9 - Tax Status

The Internal Revenue Service has determined and informed the Partnership by a letter dated June 22, 2001, that the Plan is qualified and the trust established under the Plan is tax-exempt, under the appropriate sections of the Internal Revenue Code. The Plan has been amended since receiving the determination letter. However, the Plan administrator believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the Internal Revenue Code. Therefore, the Plan administrator believes that the Plan was qualified and the related trust was tax-exempt as of the financial statement date.

Accounting principles generally accepted in the United States of America require Plan management to evaluate uncertain tax positions taken by the Plan and recognize a tax benefit only if it is more likely than not that the tax position would be sustained upon examination by the Internal Revenue Service.

The Plan administrator has analyzed the tax positions taken by the Plan, and has concluded that at December 31, 2012, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan administrator believes it is no longer subject to income tax examinations for years prior to fiscal 2009.

Note 10 - Risks and Uncertainties

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

Note 11 - Reconciliation of Financial Statements to Form 5500

The following is a reconciliation of net assets available for benefits per the financial statements at December 31, 2012 and 2011 to the Form 5500:

	2012	2011
Net asset available for benefits per the financial statements	$ 43,660,113	$ 37,500,783
Adjustments from contract value to fair value for fully benefit-responsive investment contracts	140,047	104,285
Adjustment for employer contributions receivable	(1,729,726)	(1,592,718)
Net assets available for benefits per the Form 5500	$ 42,070,434	$ 36,012,350

The following is a reconciliation of total income for the year ended December 31, 2012 per the financial statements to the Form 5500:

	2012
Total income per the financial statements	$ 7,006,356
Adjustment from contract value to fair value for fully benefit-responsive investment contracts, December 31, 2011	(104,285)
Adjustment from contract value to fair value for fully benefit-responsive investment contracts, December 31, 2012	140,047
Contribution receivable, December 31, 2011	1,592,718
Contribution receivable, December 31, 2012	(1,729,726)
Total income per the Form 5500	$ 6,905,110

There are no reconciliation items for total deductions (expenses) per the financial statements to the Form 5500.

Note 12 - Subsequent Events

The Plan administrator has evaluated all events or transactions that occurred after December 31, 2012 through the date of these financial statements, which is the date that the financial statements were available to be issued. During this period, there were no material subsequent events requiring disclosure.

SUPPLEMENTAL SCHEDULE

Schedule H - Part IV - Line 4i - Schedule of Assets (Held at End of Year)
Attachment - Form 5500
Plan EIN: 11-0658700
Plan Number: 003

CULLEN AND DYKMAN SAVINGS PLAN I
SUPPLEMENTAL SCHEDULE
SCHEDULE OF ASSETS (HELD AT END OF YEAR)
AT DECEMBER 31, 2012

(a)	(b)	(c)	(d)	(e)
	Identity of issue, borrower, lessor, or similar party	Description of investment including maturity date, rate of interest, collateral, par, or maturity value	Cost	Current value
	Mutual Funds:			
	American	American Cent Inflation Bond	**	$ 539,656
	American	American Funds American Balanced	**	2,972,897
	American	American Funds Capital World Growth	**	2,605,998
	American	American Funds Growth Fund of America	**	1,779,887
	American	American Funds Washington Mutual	**	549,234
	Baron	Baron Growth	**	898,906
	Columbia	Columbia Acorn	**	1,432,170
	Columbia	Columbia Acorn Select	**	1,225,720
	Columbia	Columbia Intermediate Core BN	**	1,955,265
	Columbia	Columbia Large Company Index Z	**	4,935,717
	Columbia	Columbia Small Company Index Z	**	1,438,257
	Invesco	Invesco Energy Fund Investment		827,937
	Invesco	Invesco Real Estate Fund		383,379
	Janus	Janus Fund	**	1,851,929
	Neuberger	Neuberger & Berman Socially Responsive	**	237,127
	Neuberger	Neuberger & Berman Equity Partners	**	1,032,959
	Oppenheimer	Gold & Special Minerals Fund	**	654,020
	Oppenheimer	Developing Markets -A	**	1,556,369
	Pimco	Total Return Fund -A	**	1,216,547
	Blackrock	Retirement Reserves Money Fund		3,225,411
	T Rowe Price	T Rowe Price Equity Income	**	2,030,346
	T Rowe Price	T Rowe Price Retirement 2010	**	112,676
	T Rowe Price	T Rowe Price Retirement 2020	**	190,492
	T Rowe Price	T Rowe Price Retirement 2030	**	375,497
	T Rowe Price	T Rowe Price Retirement 2040	**	465,975
	T Rowe Price	T Rowe Price Retirement 2040 -ADV	**	419,012
	T Rowe Price	T Rowe Price Retirement Inc - ADV		19,814
	Templeton	Templeton Growth Fund	**	1,688,686
				36,621,883
	Putnam	Stable Value Fund	**	4,671,675
	Total Investments			$ 41,293,558
	Total Participant Loans	Interest rates ranging from 4.25% to 9.25%	$ -0-	$ 776,876

** Cost information not required for participant-directed investments.

See independent auditors' report.

CULLEN AND DYKMAN SAVINGS PLAN I

FINANCIAL STATEMENTS

DECEMBER 31, 2012

CULLEN AND DYKMAN
SAVINGS PLAN I

CONTENTS

	Page
Independent Auditors' Report	1-2
Financial Statements	
Statements of Net Assets Available for Benefits at December 31, 2012 and 2011	3
Statement of Changes in Net Assets Available for Benefits for the Year Ended December 31, 2012	4
Notes to Financial Statements	5-14
Supplemental Schedule	
Schedule of Assets (Held at End of Year) at December 31, 2012	15

INDEPENDENT AUDITORS' REPORT

To The Members
Cullen and Dykman Savings Plan I

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Cullen and Dykman Savings Plan I, which comprise the statements of net assets available for benefits at December 31, 2012 and 2011, and the statement of changes in net assets available for benefits for the year ended December 31, 2012, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditors' Responsibility

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

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summaried in Note 3, which was certified by Reliance Trust Company, custodian of the Plan, except for comparing the information with the related information included in the financial statements and supplemental schedule. We have been informed by the Plan administrator that the custodian holds the Plan's investment assets and executes investment transactions. The Plan administrator has obtained a certification from the custodian at December 31, 2012 and 2011 and for the year ended December 31, 2012 that the information provided to the Plan administrator by the custodian is complete and accurate.

An Independent Firm Associated with Moore Stephens International Limited

50 Jericho Quadrangle, Suite 200
Jericho, New York 11753
(516) 256-3500 ■ Fax (516) 256-3510

Additional Office: Manhattan, NY
(212) 661-6166
www.grassicpas.com

Disclaimer of Opinion

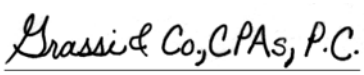
Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient, appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

Other Matter

We were engaged for the purpose of forming an opinion on the financial statements as a whole. The supplemental Schedule H, Line 4i - Schedule of Assets (Held at End of Year), which is the responsibility of Plan management, is presented for the purpose of additional analysis and is not a required part of the financial statements but is required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, it is inappropriate to and we do not express an opinion on the supplemental schedule referred to above.

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

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



GRASSI & CO., CPAs, P.C.

Jericho, New York
October 2, 2013

CULLEN AND DYKMAN SAVINGS PLAN I
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
DECEMBER 31, 2012 AND 2011

	2012	2011
ASSETS:		
Investments, at fair value:		
Mutual funds	$ 36,621,883	$ 32,099,522
Common collective trust	4,671,675	3,160,459
	41,293,558	35,259,981
Receivables:		
Employer contributions	1,729,726	1,592,718
Notes receivable from participants	776,876	752,369
	2,506,602	2,345,087
NET ASSETS REFLECTING INVESTMENTS AT FAIR VALUE	43,800,160	37,605,068
ADJUSTMENT FROM FAIR VALUE TO CONTRACT VALUE FOR FULLY BENEFIT-RESPONSIVE INVESTMENT CONTRACT	(140,047)	(104,285)
NET ASSETS AVAILABLE FOR BENEFITS	$ 43,660,113	$ 37,500,783

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

CULLEN AND DYKMAN SAVINGS PLAN I
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
FOR THE YEAR ENDED DECEMBER 31, 2012

ADDITIONS TO PLAN ASSETS ATTRIBUTED TO:		
Investment income:		
Net appreciation in fair value of investments	$	2,965,379
Interest and dividend income		943,015
Total investment income		3,908,394
Interest income on notes receivable from participants		33,002
Contributions:		
Participant contributions		1,203,687
Employer contributions		1,733,649
Participant rollover contributions		39,385
Total contributions		2,976,721
Other:		
Transfer into plan from Savings Plan II		88,239
Total Additions		7,006,356
DEDUCTIONS FROM PLAN ASSETS ATTRIBUTED TO:		
Benefits paid directly to participants		843,061
Administrative expenses		3,965
Total Deductions		847,026
NET INCREASE		6,159,330
NET ASSETS AVAILABLE FOR BENEFITS:		
Beginning of year		37,500,783
End of year	$	43,660,113

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

Note 1 - Description of Plan

The following description of the Cullen and Dykman Savings Plan I (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 employees and partners of Cullen and Dykman LLP (the "Partnership") who have completed one year of service, are at least 21 years old, and are not participants in the Cullen and Dykman Savings Plan II ("Savings Plan II"), which is also sponsored by the Partnership. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974, ("ERISA"), as amended.

Employees are eligible to participate in the Plan beginning on the January 1st or July 1st coinciding with or following the completion of one year of service and the attainment of age 21.

Contributions

The Plan allows the participants to contribute a specified percentage of their salary. Participants are allowed to contribute from 1% to 25% of their salary on a pre-tax basis, not to exceed the limitations set forth by the Internal Revenue Service. A participant's total pre-tax contribution may not exceed $17,000 for the year ended December 31, 2012. Additionally, participants who attain age 50 by the end of the Plan year may make an additional pre-tax catch-up contribution of up to $5,500 for the year ended December 31, 2012. A participant may stop contributing to the Plan at any time. Participants may also contribute amounts representing distributions from other qualified plans. Participants direct the investment of their contributions into various investment options offered by the Plan. All participants upon entry to the Plan elect the type of investment fund and funds into which they are to contribute. Participants may elect to change the type of investment allocation at any time during the year. The Partnership has the power to remove and replace the Plan trustee and record keeper at any time.

The Partnership makes contributions to the Plan in an amount equal to 25% of the first 6% of the participant's eligible gross salary for any participant actively employed on the last payroll date of the calendar quarter.

Note 1 - Description of Plan (cont'd.)

Contributions (cont'd.)

The Partnership may make profit sharing contributions, at its discretion, to be allocated among all partners and employees that are in the Plan. To be eligible for the profit sharing contribution, the participant must have been employed by the Partnership on the last day of the current Plan year.

During the year ended December 31, 2012, the Partnership made the following contributions:

Profit Sharing Contributions	$	1,523,743
Matching		209,906
	$	1,733,649

Participant Accounts

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

Vesting

Participants are vested immediately in their contributions plus actual earnings thereon. Participants obtain a vested interest in the Partnership's matching contributions and related earnings under the following conditions:

100% in the event of:

(i) death prior to termination of employment;
(ii) normal retirement (age 65);
(iii) permanent disability for which benefits are payable under the Social Security Act; or
(iv) completion of 3 years of vested service.

Note 1 - Description of Plan (cont'd.)

Vesting (cont'd.)

Otherwise, the vested portion of any participant's account shall be the percentage of the total amount of the Partnership's matching contribution and related earnings credited to the participant's account determined on the basis of the participant's number of years of service according to the following schedule:

(i) 0% for less than 1 year of service;
(ii) 33 1/3% for more than 1 year of service but less than 2 years of service; or
(iii) 66 2/3% for more than 2 years of service but less than 3 years of service.

With respect to the Partnership's discretionary profit sharing contributions, participants are 100% vested in their individual accounts according to a six-year graded schedule, with 20% earned after two years of service, and then an additional 20% becomes vested per year each year thereafter.

An individual will be deemed to have completed one year of service if employed at any time one year after the employment commencement date.

Notes Receivable from Participants

During employment with the Partnership, a participant may obtain loans from the Plan, which are secured by the vested portion of the participant's account. A participant may borrow a minimum of $500 up to a maximum of 50% of the vested portion of the participant's account balance or $50,000, whichever is less. Loans are secured by the balance in the participant's account and must be repaid to the Plan in no more than five years, provided, however, that such limitation does not apply to any loans used for the purchase of a principal residence of the participant for which the term of a loan may be up to 20 years. Interest is charged by the Plan at the prime rate in effect on the date of the loan plus 1%. At December 31, 2012 and 2011, interest rates ranged from 4.25% to 9.25% per annum, with loans having various maturity dates. A maximum of two loans, per participant, is allowed at any time.

Payment of Benefits

Participants are eligible to receive benefit payments when they terminate service or reach age 59 1/2. On termination of service, a participant may elect to receive an annuity, installment payments or a lump sum amount equal to the participant's account. Benefit payments are also permitted for death, disability and hardship.

Note 1 - Description of Plan (cont'd.)

Forfeited Accounts

The nonvested portion of a participant's account is forfeited when employment is terminated. Forfeitures are used to reduce future matching contributions or profit sharing contributions or to pay administrative expenses of the Plan. During the year ended December 31, 2012, there was $3,166 of forfeitures used to reduce employer matching or profit sharing contributions. At December 31, 2012 and 2011, there was $10,461 and $1,728, respectively, available in the forfeiture account to reduce the employer contributions for the succeeding Plan years.

Note 2 - Summary of Significant Accounting Policies

Basis of Accounting

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

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

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

Investment Valuation and Income Recognition

Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 5 for discussion of fair value measurements.

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

Note 2 - Summary of Significant Accounting Policies (cont'd.)

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.

Payment of Benefits

Benefit payments to participants are recorded when paid.

Administrative Expenses

The Partnership may, at its discretion, pay all or part of the expenses of maintaining the Plan. For 2012, the Partnership paid all except $3,965 of the expenses for maintaining the Plan.

Note 3 - Information Prepared and Certified By Custodian

The Plan administrator has obtained certification from Reliance Trust Company ("Reliance"), custodian of the Plan, at December 31, 2012 and 2011, and for the year ended December 31, 2012. Accordingly, all information pertaining to investments, included in the statements of net assets available for benefits and the related investment income has been provided and certified by Reliance. Additionally, the information contained in the supplemental schedule has been provided and certified by Reliance. The investment information certified by Reliance has not been audited by the independent auditors.

	2012	2011
Investments:		
Mutual funds, at fair value	$ 36,621,883	$ 32,099,522
Common collective trust, at contract value	4,531,628	3,056,174
	$ 41,153,511	$ 35,155,696
Investment income (loss):		
Net appreciation (depreciation) in fair value of investments:		
Mutual funds	$ 2,965,379	
Interest and dividend income	943,015	
	$ 3,908,394	
Interest income on notes receivable from participants	$ 33,002	

Note 4 - Investments

At December 31, 2012 and 2011, investments that represent 5% or more of the Plan's net assets consisted of the following:

	2012	2011
Mutual Funds:		
Columbia - Money Market Reserve - GT	$ *	$ 3,503,004
Columbia Large Company Index Z	4,935,717	*
Columbia - Intermediate Core BN	1,955,265	*
American - Capital World Growth & Income	2,605,998	2,076,559
American - American Balanced	2,972,897	2,551,533
T. Rowe Price Equity Income	2,030,346	*
Blackrock - Retirement Reserves Money Fund	*	4,185,983
Retirement Reserves Money	3,225,411	*
Putnam - Stable Value Fund, at contract value	4,531,628	3,056,174

*Represents less than 5% of the Plan's net assets at December 31, 2012 or 2011.

Note 5 - Fair Value Measurements

Financial Accounting Standards board ("FASB") Accounting Standards Codification ("ASC") Topic 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:

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

Level 2 - Inputs to the valuation methodology include:

- quoted prices for similar assets or liabilities in active markets;
- quoted prices for identical or similar assets or liabilities in inactive markets;
- inputs other than quoted prices that are observable for the asset or liability;
- 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.

Note 5 - Fair Value Measurements (cont'd.)

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 methodologies used at December 31, 2012 and 2011.

The Level 1 inputs relate to mutual funds whose underlying assets are valued at the net asset value ("NAV") of shares held by the Plan at year-end.

The Level 2 inputs relate to common collective trusts whose underlying asset is a Stable Asset Fund which invests in conventional and synthetic guaranteed investment contracts ("GICs") issued by life insurance companies, banks and other financial institutions with excess cash invested in cash equivalents. The objective of the Stable Asset Fund is to provide preservation of capital and relatively stable returns regardless of the volatility of the financial markets. The Stable Asset Fund is recorded in the accompanying financial statements at fair value. Fair value represents quoted market prices for synthetic GICs, while the fair value of conventional GICs is determined using a discounted cash flow methodology where the individual contract cash flows are discounted at the prevailing interpolated yield curve rate at December 31, 2012 and 2011.

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

Note 5 - Fair Value Measurements (cont'd.)

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

	Assets at Fair Value at December 31, 2012			
	Level 1	Level 2	Level 3	Total
Mutual Funds:				
Small Cap	$ 5,562,574	$ -	$ -	$ 5,562,574
Mid Cap	3,123,865	-	-	3,123,865
Large Cap	12,417,199	-	-	12,417,199
Bond	3,711,468	-	-	3,711,468
International	4,948,704	-	-	4,948,704
Specialty	6,858,073	-	-	6,858,073
Total Mutual Funds	36,621,883	-	-	36,621,883
Common Collective Trust	-	4,671,675	-	4,671,675
Total Assets at Fair Value	$ 36,621,883	$ 4,671,675	$ -	$ 41,293,558

	Assets at Fair Value at December 31, 2011			
	Level 1	Level 2	Level 3	Total
Mutual Funds:				
Small Cap	$ 5,973,523	$ -	$ -	$ 5,973,523
Mid Cap	2,820,631	-	-	2,820,631
Large Cap	6,477,066	-	-	6,477,066
Bond	3,218,488	-	-	3,218,488
International	3,717,484	-	-	3,717,484
Specialty	9,892,330	-	-	9,892,330
Total Mutual Funds	32,099,522	-	-	32,099,522
Common Collective Trust	-	3,160,459	-	3,160,459
Total Assets at Fair Value	$ 32,099,522	$ 3,160,459	$ -	$ 35,259,981

Note 6 - Party-In-Interest Transactions

Certain Plan investments are shares of mutual funds managed by Bank of America, N.A. Bank of America, N.A. is the trustee as defined by the Plan and, therefore, these transactions qualify as party-in-interest transactions. Fees paid by the Plan to Bank of America, N.A. for investment management services amounted to $3,965 for the year ended December 31, 2012.

Note 7 - Plan Termination

Although it has not expressed any intent to do so, the Partnership 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 8 - Transfers From and To Savings Plan II

The account balances of Plan participants, who cease to be eligible participants of the Plan upon becoming associates of the Partnership and subsequently become eligible in Savings Plan II, are transferred to Savings Plan II. Conversely, the account balances of participants of Savings Plan II, who cease to be eligible participants of Savings Plan II upon becoming partners of the Partnership and subsequently become eligible to participate in the Plan, are transferred into the Plan. During the year ended December 31, 2012, there were net transfers of $88,239 between the plans.

Note 9 - Tax Status

The Internal Revenue Service has determined and informed the Partnership by a letter dated June 22, 2001, that the Plan is qualified and the trust established under the Plan is tax-exempt, under the appropriate sections of the Internal Revenue Code. The Plan has been amended since receiving the determination letter. However, the Plan administrator believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the Internal Revenue Code. Therefore, the Plan administrator believes that the Plan was qualified and the related trust was tax-exempt as of the financial statement date.

Accounting principles generally accepted in the United States of America require Plan management to evaluate uncertain tax positions taken by the Plan and recognize a tax benefit only if it is more likely than not that the tax position would be sustained upon examination by the Internal Revenue Service.

The Plan administrator has analyzed the tax positions taken by the Plan, and has concluded that at December 31, 2012, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan administrator believes it is no longer subject to income tax examinations for years prior to fiscal 2009.

Note 10 - Risks and Uncertainties

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

Note 11 - Reconciliation of Financial Statements to Form 5500

The following is a reconciliation of net assets available for benefits per the financial statements at December 31, 2012 and 2011 to the Form 5500:

	2012	2011
Net asset available for benefits per the financial statements	$ 43,660,113	$ 37,500,783
Adjustments from contract value to fair value for fully benefit-responsive investment contracts	140,047	104,285
Adjustment for employer contributions receivable	(1,729,726)	(1,592,718)
Net assets available for benefits per the Form 5500	$ 42,070,434	$ 36,012,350

The following is a reconciliation of total income for the year ended December 31, 2012 per the financial statements to the Form 5500:

	2012
Total income per the financial statements	$ 7,006,356
Adjustment from contract value to fair value for fully benefit-responsive investment contracts, December 31, 2011	(104,285)
Adjustment from contract value to fair value for fully benefit-responsive investment contracts, December 31, 2012	140,047
Contribution receivable, December 31, 2011	1,592,718
Contribution receivable, December 31, 2012	(1,729,726)
Total income per the Form 5500	$ 6,905,110

There are no reconciliation items for total deductions (expenses) per the financial statements to the Form 5500.

Note 12 - Subsequent Events

The Plan administrator has evaluated all events or transactions that occurred after December 31, 2012 through the date of these financial statements, which is the date that the financial statements were available to be issued. During this period, there were no material subsequent events requiring disclosure.

SUPPLEMENTAL SCHEDULE

Schedule H - Part IV - Line 4i - Schedule of Assets (Held at End of Year)
Attachment - Form 5500
Plan EIN: 11-0658700
Plan Number: 003

CULLEN AND DYKMAN SAVINGS PLAN I
SUPPLEMENTAL SCHEDULE
SCHEDULE OF ASSETS (HELD AT END OF YEAR)
AT DECEMBER 31, 2012

(a)	(b)	(c)	(d)	(e)
	Identity of issue, borrower, lessor, or similar party	Description of investment including maturity date, rate of interest, collateral, par, or maturity value	Cost	Current value
	Mutual Funds:			
	American	American Cent Inflation Bond	**	$ 539,656
	American	American Funds American Balanced	**	2,972,897
	American	American Funds Capital World Growth	**	2,605,998
	American	American Funds Growth Fund of America	**	1,779,887
	American	American Funds Washington Mutual	**	549,234
	Baron	Baron Growth	**	898,906
	Columbia	Columbia Acorn	**	1,432,170
	Columbia	Columbia Acorn Select	**	1,225,720
	Columbia	Columbia Intermediate Core BN	**	1,955,265
	Columbia	Columbia Large Company Index Z	**	4,935,717
	Columbia	Columbia Small Company Index Z	**	1,438,257
	Invesco	Invesco Energy Fund Investment		827,937
	Invesco	Invesco Real Estate Fund		383,379
	Janus	Janus Fund	**	1,851,929
	Neuberger	Neuberger & Berman Socially Responsive	**	237,127
	Neuberger	Neuberger & Berman Equity Partners	**	1,032,959
	Oppenheimer	Gold & Special Minerals Fund	**	654,020
	Oppenheimer	Developing Markets -A	**	1,556,369
	Pimco	Total Return Fund -A	**	1,216,547
	Blackrock	Retirement Reserves Money Fund		3,225,411
	T Rowe Price	T Rowe Price Equity Income	**	2,030,346
	T Rowe Price	T Rowe Price Retirement 2010	**	112,676
	T Rowe Price	T Rowe Price Retirement 2020	**	190,492
	T Rowe Price	T Rowe Price Retirement 2030	**	375,497
	T Rowe Price	T Rowe Price Retirement 2040	**	465,975
	T Rowe Price	T Rowe Price Retirement 2040 -ADV	**	419,012
	T Rowe Price	T Rowe Price Retirement Inc - ADV		19,814
	Templeton	Templeton Growth Fund	**	1,688,686
				36,621,883
	Putnam	Stable Value Fund	**	4,671,675
	Total Investments			$ 41,293,558
	Total Participant Loans	Interest rates ranging from 4.25% to 9.25%	$ -0-	$ 776,876

** Cost information not required for participant-directed investments.

See independent auditors' report.

CULLEN AND DYKMAN SAVINGS PLAN I

FINANCIAL STATEMENTS

DECEMBER 31, 2012

CULLEN AND DYKMAN
SAVINGS PLAN I

CONTENTS

	Page
Independent Auditors' Report	1-2
Financial Statements	
Statements of Net Assets Available for Benefits at December 31, 2012 and 2011	3
Statement of Changes in Net Assets Available for Benefits for the Year Ended December 31, 2012	4
Notes to Financial Statements	5-14
Supplemental Schedule	
Schedule of Assets (Held at End of Year) at December 31, 2012	15

INDEPENDENT AUDITORS' REPORT

To The Members
Cullen and Dykman Savings Plan I

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Cullen and Dykman Savings Plan I, which comprise the statements of net assets available for benefits at December 31, 2012 and 2011, and the statement of changes in net assets available for benefits for the year ended December 31, 2012, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditors' Responsibility

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

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summaried in Note 3, which was certified by Reliance Trust Company, custodian of the Plan, except for comparing the information with the related information included in the financial statements and supplemental schedule. We have been informed by the Plan administrator that the custodian holds the Plan's investment assets and executes investment transactions. The Plan administrator has obtained a certification from the custodian at December 31, 2012 and 2011 and for the year ended December 31, 2012 that the information provided to the Plan administrator by the custodian is complete and accurate.

An Independent Firm Associated with Moore Stephens International Limited

50 Jericho Quadrangle, Suite 200
Jericho, New York 11753
(516) 256-3500 ■ Fax (516) 256-3510

Additional Office: Manhattan, NY
(212) 661-6166
www.grassicpas.com

Disclaimer of Opinion

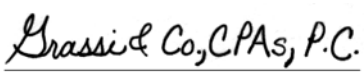
Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient, appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

Other Matter

We were engaged for the purpose of forming an opinion on the financial statements as a whole. The supplemental Schedule H, Line 4i - Schedule of Assets (Held at End of Year), which is the responsibility of Plan management, is presented for the purpose of additional analysis and is not a required part of the financial statements but is required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, it is inappropriate to and we do not express an opinion on the supplemental schedule referred to above.

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

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



GRASSI & CO., CPAs, P.C.

Jericho, New York
October 2, 2013

CULLEN AND DYKMAN SAVINGS PLAN I
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
DECEMBER 31, 2012 AND 2011

	2012	2011
ASSETS:		
Investments, at fair value:		
Mutual funds	$ 36,621,883	$ 32,099,522
Common collective trust	4,671,675	3,160,459
	41,293,558	35,259,981
Receivables:		
Employer contributions	1,729,726	1,592,718
Notes receivable from participants	776,876	752,369
	2,506,602	2,345,087
NET ASSETS REFLECTING INVESTMENTS AT FAIR VALUE	43,800,160	37,605,068
ADJUSTMENT FROM FAIR VALUE TO CONTRACT VALUE FOR FULLY BENEFIT-RESPONSIVE INVESTMENT CONTRACT	(140,047)	(104,285)
NET ASSETS AVAILABLE FOR BENEFITS	$ 43,660,113	$ 37,500,783

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

CULLEN AND DYKMAN SAVINGS PLAN I
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
FOR THE YEAR ENDED DECEMBER 31, 2012

ADDITIONS TO PLAN ASSETS ATTRIBUTED TO:		
Investment income:		
Net appreciation in fair value of investments	$	2,965,379
Interest and dividend income		943,015
Total investment income		3,908,394
Interest income on notes receivable from participants		33,002
Contributions:		
Participant contributions		1,203,687
Employer contributions		1,733,649
Participant rollover contributions		39,385
Total contributions		2,976,721
Other:		
Transfer into plan from Savings Plan II		88,239
Total Additions		7,006,356
DEDUCTIONS FROM PLAN ASSETS ATTRIBUTED TO:		
Benefits paid directly to participants		843,061
Administrative expenses		3,965
Total Deductions		847,026
NET INCREASE		6,159,330
NET ASSETS AVAILABLE FOR BENEFITS:		
Beginning of year		37,500,783
End of year	$	43,660,113

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

Note 1 - Description of Plan

The following description of the Cullen and Dykman Savings Plan I (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 employees and partners of Cullen and Dykman LLP (the "Partnership") who have completed one year of service, are at least 21 years old, and are not participants in the Cullen and Dykman Savings Plan II ("Savings Plan II"), which is also sponsored by the Partnership. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974, ("ERISA"), as amended.

Employees are eligible to participate in the Plan beginning on the January 1st or July 1st coinciding with or following the completion of one year of service and the attainment of age 21.

Contributions

The Plan allows the participants to contribute a specified percentage of their salary. Participants are allowed to contribute from 1% to 25% of their salary on a pre-tax basis, not to exceed the limitations set forth by the Internal Revenue Service. A participant's total pre-tax contribution may not exceed $17,000 for the year ended December 31, 2012. Additionally, participants who attain age 50 by the end of the Plan year may make an additional pre-tax catch-up contribution of up to $5,500 for the year ended December 31, 2012. A participant may stop contributing to the Plan at any time. Participants may also contribute amounts representing distributions from other qualified plans. Participants direct the investment of their contributions into various investment options offered by the Plan. All participants upon entry to the Plan elect the type of investment fund and funds into which they are to contribute. Participants may elect to change the type of investment allocation at any time during the year. The Partnership has the power to remove and replace the Plan trustee and record keeper at any time.

The Partnership makes contributions to the Plan in an amount equal to 25% of the first 6% of the participant's eligible gross salary for any participant actively employed on the last payroll date of the calendar quarter.

Note 1 - Description of Plan (cont'd.)

Contributions (cont'd.)

The Partnership may make profit sharing contributions, at its discretion, to be allocated among all partners and employees that are in the Plan. To be eligible for the profit sharing contribution, the participant must have been employed by the Partnership on the last day of the current Plan year.

During the year ended December 31, 2012, the Partnership made the following contributions:

Profit Sharing Contributions	$	1,523,743
Matching		209,906
	$	1,733,649

Participant Accounts

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

Vesting

Participants are vested immediately in their contributions plus actual earnings thereon. Participants obtain a vested interest in the Partnership's matching contributions and related earnings under the following conditions:

100% in the event of:

(i) death prior to termination of employment;
(ii) normal retirement (age 65);
(iii) permanent disability for which benefits are payable under the Social Security Act; or
(iv) completion of 3 years of vested service.

Note 1 - Description of Plan (cont'd.)

Vesting (cont'd.)

Otherwise, the vested portion of any participant's account shall be the percentage of the total amount of the Partnership's matching contribution and related earnings credited to the participant's account determined on the basis of the participant's number of years of service according to the following schedule:

(i) 0% for less than 1 year of service;
(ii) 33 1/3% for more than 1 year of service but less than 2 years of service; or
(iii) 66 2/3% for more than 2 years of service but less than 3 years of service.

With respect to the Partnership's discretionary profit sharing contributions, participants are 100% vested in their individual accounts according to a six-year graded schedule, with 20% earned after two years of service, and then an additional 20% becomes vested per year each year thereafter.

An individual will be deemed to have completed one year of service if employed at any time one year after the employment commencement date.

Notes Receivable from Participants

During employment with the Partnership, a participant may obtain loans from the Plan, which are secured by the vested portion of the participant's account. A participant may borrow a minimum of $500 up to a maximum of 50% of the vested portion of the participant's account balance or $50,000, whichever is less. Loans are secured by the balance in the participant's account and must be repaid to the Plan in no more than five years, provided, however, that such limitation does not apply to any loans used for the purchase of a principal residence of the participant for which the term of a loan may be up to 20 years. Interest is charged by the Plan at the prime rate in effect on the date of the loan plus 1%. At December 31, 2012 and 2011, interest rates ranged from 4.25% to 9.25% per annum, with loans having various maturity dates. A maximum of two loans, per participant, is allowed at any time.

Payment of Benefits

Participants are eligible to receive benefit payments when they terminate service or reach age 59 1/2. On termination of service, a participant may elect to receive an annuity, installment payments or a lump sum amount equal to the participant's account. Benefit payments are also permitted for death, disability and hardship.

Note 1 - Description of Plan (cont'd.)

Forfeited Accounts

The nonvested portion of a participant's account is forfeited when employment is terminated. Forfeitures are used to reduce future matching contributions or profit sharing contributions or to pay administrative expenses of the Plan. During the year ended December 31, 2012, there was $3,166 of forfeitures used to reduce employer matching or profit sharing contributions. At December 31, 2012 and 2011, there was $10,461 and $1,728, respectively, available in the forfeiture account to reduce the employer contributions for the succeeding Plan years.

Note 2 - Summary of Significant Accounting Policies

Basis of Accounting

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

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

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

Investment Valuation and Income Recognition

Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 5 for discussion of fair value measurements.

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

Note 2 - Summary of Significant Accounting Policies (cont'd.)

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.

Payment of Benefits

Benefit payments to participants are recorded when paid.

Administrative Expenses

The Partnership may, at its discretion, pay all or part of the expenses of maintaining the Plan. For 2012, the Partnership paid all except $3,965 of the expenses for maintaining the Plan.

Note 3 - Information Prepared and Certified By Custodian

The Plan administrator has obtained certification from Reliance Trust Company ("Reliance"), custodian of the Plan, at December 31, 2012 and 2011, and for the year ended December 31, 2012. Accordingly, all information pertaining to investments, included in the statements of net assets available for benefits and the related investment income has been provided and certified by Reliance. Additionally, the information contained in the supplemental schedule has been provided and certified by Reliance. The investment information certified by Reliance has not been audited by the independent auditors.

	2012	2011
Investments:		
Mutual funds, at fair value	$ 36,621,883	$ 32,099,522
Common collective trust, at contract value	4,531,628	3,056,174
	$ 41,153,511	$ 35,155,696
Investment income (loss):		
Net appreciation (depreciation) in fair value of investments:		
Mutual funds	$ 2,965,379	
Interest and dividend income	943,015	
	$ 3,908,394	
Interest income on notes receivable from participants	$ 33,002	

Note 4 - Investments

At December 31, 2012 and 2011, investments that represent 5% or more of the Plan's net assets consisted of the following:

	2012	2011
Mutual Funds:		
Columbia - Money Market Reserve - GT	$ *	$ 3,503,004
Columbia Large Company Index Z	4,935,717	*
Columbia - Intermediate Core BN	1,955,265	*
American - Capital World Growth & Income	2,605,998	2,076,559
American - American Balanced	2,972,897	2,551,533
T. Rowe Price Equity Income	2,030,346	*
Blackrock - Retirement Reserves Money Fund	*	4,185,983
Retirement Reserves Money	3,225,411	*
Putnam - Stable Value Fund, at contract value	4,531,628	3,056,174

*Represents less than 5% of the Plan's net assets at December 31, 2012 or 2011.

Note 5 - Fair Value Measurements

Financial Accounting Standards board ("FASB") Accounting Standards Codification ("ASC") Topic 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:

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

Level 2 - Inputs to the valuation methodology include:

- quoted prices for similar assets or liabilities in active markets;
- quoted prices for identical or similar assets or liabilities in inactive markets;
- inputs other than quoted prices that are observable for the asset or liability;
- 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.

Note 5 - Fair Value Measurements (cont'd.)

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 methodologies used at December 31, 2012 and 2011.

The Level 1 inputs relate to mutual funds whose underlying assets are valued at the net asset value ("NAV") of shares held by the Plan at year-end.

The Level 2 inputs relate to common collective trusts whose underlying asset is a Stable Asset Fund which invests in conventional and synthetic guaranteed investment contracts ("GICs") issued by life insurance companies, banks and other financial institutions with excess cash invested in cash equivalents. The objective of the Stable Asset Fund is to provide preservation of capital and relatively stable returns regardless of the volatility of the financial markets. The Stable Asset Fund is recorded in the accompanying financial statements at fair value. Fair value represents quoted market prices for synthetic GICs, while the fair value of conventional GICs is determined using a discounted cash flow methodology where the individual contract cash flows are discounted at the prevailing interpolated yield curve rate at December 31, 2012 and 2011.

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

Note 5 - Fair Value Measurements (cont'd.)

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

	Assets at Fair Value at December 31, 2012			
	Level 1	Level 2	Level 3	Total
Mutual Funds:				
Small Cap	$ 5,562,574	$ -	$ -	$ 5,562,574
Mid Cap	3,123,865	-	-	3,123,865
Large Cap	12,417,199	-	-	12,417,199
Bond	3,711,468	-	-	3,711,468
International	4,948,704	-	-	4,948,704
Specialty	6,858,073	-	-	6,858,073
Total Mutual Funds	36,621,883	-	-	36,621,883
Common Collective Trust	-	4,671,675	-	4,671,675
Total Assets at Fair Value	$ 36,621,883	$ 4,671,675	$ -	$ 41,293,558

	Assets at Fair Value at December 31, 2011			
	Level 1	Level 2	Level 3	Total
Mutual Funds:				
Small Cap	$ 5,973,523	$ -	$ -	$ 5,973,523
Mid Cap	2,820,631	-	-	2,820,631
Large Cap	6,477,066	-	-	6,477,066
Bond	3,218,488	-	-	3,218,488
International	3,717,484	-	-	3,717,484
Specialty	9,892,330	-	-	9,892,330
Total Mutual Funds	32,099,522	-	-	32,099,522
Common Collective Trust	-	3,160,459	-	3,160,459
Total Assets at Fair Value	$ 32,099,522	$ 3,160,459	$ -	$ 35,259,981

Note 6 - Party-In-Interest Transactions

Certain Plan investments are shares of mutual funds managed by Bank of America, N.A. Bank of America, N.A. is the trustee as defined by the Plan and, therefore, these transactions qualify as party-in-interest transactions. Fees paid by the Plan to Bank of America, N.A. for investment management services amounted to $3,965 for the year ended December 31, 2012.

Note 7 - Plan Termination

Although it has not expressed any intent to do so, the Partnership 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 8 - Transfers From and To Savings Plan II

The account balances of Plan participants, who cease to be eligible participants of the Plan upon becoming associates of the Partnership and subsequently become eligible in Savings Plan II, are transferred to Savings Plan II. Conversely, the account balances of participants of Savings Plan II, who cease to be eligible participants of Savings Plan II upon becoming partners of the Partnership and subsequently become eligible to participate in the Plan, are transferred into the Plan. During the year ended December 31, 2012, there were net transfers of $88,239 between the plans.

Note 9 - Tax Status

The Internal Revenue Service has determined and informed the Partnership by a letter dated June 22, 2001, that the Plan is qualified and the trust established under the Plan is tax-exempt, under the appropriate sections of the Internal Revenue Code. The Plan has been amended since receiving the determination letter. However, the Plan administrator believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the Internal Revenue Code. Therefore, the Plan administrator believes that the Plan was qualified and the related trust was tax-exempt as of the financial statement date.

Accounting principles generally accepted in the United States of America require Plan management to evaluate uncertain tax positions taken by the Plan and recognize a tax benefit only if it is more likely than not that the tax position would be sustained upon examination by the Internal Revenue Service.

The Plan administrator has analyzed the tax positions taken by the Plan, and has concluded that at December 31, 2012, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan administrator believes it is no longer subject to income tax examinations for years prior to fiscal 2009.

Note 10 - Risks and Uncertainties

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

Note 11 - Reconciliation of Financial Statements to Form 5500

The following is a reconciliation of net assets available for benefits per the financial statements at December 31, 2012 and 2011 to the Form 5500:

	2012	2011
Net asset available for benefits per the financial statements	$ 43,660,113	$ 37,500,783
Adjustments from contract value to fair value for fully benefit-responsive investment contracts	140,047	104,285
Adjustment for employer contributions receivable	(1,729,726)	(1,592,718)
Net assets available for benefits per the Form 5500	$ 42,070,434	$ 36,012,350

The following is a reconciliation of total income for the year ended December 31, 2012 per the financial statements to the Form 5500:

	2012
Total income per the financial statements	$ 7,006,356
Adjustment from contract value to fair value for fully benefit-responsive investment contracts, December 31, 2011	(104,285)
Adjustment from contract value to fair value for fully benefit-responsive investment contracts, December 31, 2012	140,047
Contribution receivable, December 31, 2011	1,592,718
Contribution receivable, December 31, 2012	(1,729,726)
Total income per the Form 5500	$ 6,905,110

There are no reconciliation items for total deductions (expenses) per the financial statements to the Form 5500.

Note 12 - Subsequent Events

The Plan administrator has evaluated all events or transactions that occurred after December 31, 2012 through the date of these financial statements, which is the date that the financial statements were available to be issued. During this period, there were no material subsequent events requiring disclosure.

SUPPLEMENTAL SCHEDULE

Schedule H - Part IV - Line 4i - Schedule of Assets (Held at End of Year)
Attachment - Form 5500
Plan EIN: 11-0658700
Plan Number: 003

CULLEN AND DYKMAN SAVINGS PLAN I
SUPPLEMENTAL SCHEDULE
SCHEDULE OF ASSETS (HELD AT END OF YEAR)
AT DECEMBER 31, 2012

(a)	(b)	(c)	(d)	(e)
	Identity of issue, borrower, lessor, or similar party	Description of investment including maturity date, rate of interest, collateral, par, or maturity value	Cost	Current value
	Mutual Funds:			
	American	American Cent Inflation Bond	**	$ 539,656
	American	American Funds American Balanced	**	2,972,897
	American	American Funds Capital World Growth	**	2,605,998
	American	American Funds Growth Fund of America	**	1,779,887
	American	American Funds Washington Mutual	**	549,234
	Baron	Baron Growth	**	898,906
	Columbia	Columbia Acorn	**	1,432,170
	Columbia	Columbia Acorn Select	**	1,225,720
	Columbia	Columbia Intermediate Core BN	**	1,955,265
	Columbia	Columbia Large Company Index Z	**	4,935,717
	Columbia	Columbia Small Company Index Z	**	1,438,257
	Invesco	Invesco Energy Fund Investment		827,937
	Invesco	Invesco Real Estate Fund		383,379
	Janus	Janus Fund	**	1,851,929
	Neuberger	Neuberger & Berman Socially Responsive	**	237,127
	Neuberger	Neuberger & Berman Equity Partners	**	1,032,959
	Oppenheimer	Gold & Special Minerals Fund	**	654,020
	Oppenheimer	Developing Markets -A	**	1,556,369
	Pimco	Total Return Fund -A	**	1,216,547
	Blackrock	Retirement Reserves Money Fund		3,225,411
	T Rowe Price	T Rowe Price Equity Income	**	2,030,346
	T Rowe Price	T Rowe Price Retirement 2010	**	112,676
	T Rowe Price	T Rowe Price Retirement 2020	**	190,492
	T Rowe Price	T Rowe Price Retirement 2030	**	375,497
	T Rowe Price	T Rowe Price Retirement 2040	**	465,975
	T Rowe Price	T Rowe Price Retirement 2040 -ADV	**	419,012
	T Rowe Price	T Rowe Price Retirement Inc - ADV		19,814
	Templeton	Templeton Growth Fund	**	1,688,686
				36,621,883
	Putnam	Stable Value Fund	**	4,671,675
	Total Investments			$ 41,293,558
	Total Participant Loans	Interest rates ranging from 4.25% to 9.25%	$ -0-	$ 776,876

** Cost information not required for participant-directed investments.

See independent auditors' report.

Effective January 1, 2013 - Role of MassMutual

Massachusetts Mutual Life Insurance Company (together, with its affiliates, "MassMutual") acquired The Hartford's Retirement Plans business effective January 1, 2013. In connection with the acquisition, MassMutual has been appointed to provide all administrative services necessary to support the Administrative Services Agreement for your plan. In this role, MassMutual receives all charges, fees and compensation payable to The Hartford for the services provided to your plan under the packaged retirement services programs. Additionally, MassMutual and its affiliates are responsible for marketing and selling the retirement plan services programs and paying compensation to Financial Intermediaries for sales and marketing activities related to the retirement plan services programs.

For Form 5500 Schedule C reporting purposes, all Direct Compensation items (e.g., fees distributed from participant accounts) plus certain Indirect Compensation items (e.g., sales commissions) are reported on a Plan Year basis, and all remaining Indirect Compensation items (e.g., revenue sharing) are reported on a Calendar Year basis. As a result, if your 2012 Plan Year is an off-calendar year Plan Year (e.g., July 1, 2012 - June 30, 2013) certain of your Plan's Schedule C information may list multiple entities as payors or payees of Direct and Indirect Compensation.

Massachusetts Mutual Life Insurance Company: EIN 04-1590850

MassMutual Retirement Services, LLC (formerly Hartford Retirement Services, LLC): EIN 26-1589907

Hartford Life Insurance Company: EIN 06-0974148

Hartford Securities Distribution Company, Inc.: EIN 06-1408044

Fee and Compensation Disclosure Report

This document is intended to assist a plan administrator ("you") in completing the Form 5500 Schedule C[1] by identifying different types of compensation paid with respect to the Hartford product utilized by your plan.

As permitted under the Schedule C rules, compensation is disclosed in the attached report as an actual dollar amount, an estimate or a formula or rate.

- Where an actual dollar amount of compensation is disclosed, no further notation regarding compensation calculations is generally provided.
- Where an estimate of the compensation amount is disclosed, we have used a reasonable method to arrive at the estimate and we have described the method used to arrive at the estimated amount.
- Where a formula or rate is provided to report compensation, we have used a reasonable method to arrive at the estimate and we have described the method used to arrive at the estimated amount. This formula or rate may be disclosed to describe the compensation to which it applies under the Schedule C rules. Alternatively, for purposes of Schedule C disclosure or in connection with your fiduciary review of the compensation paid with respect to the services, products and investment options utilized by the plan, you may calculate and disclose an actual or estimated dollar amount by multiplying the rate by the total assets to which it applies.

Please note that, unless otherwise indicated in the descriptions contained in this report, direct compensation is presented on a plan year basis 01/01/2012 - 12/31/2012 and indirect compensation is presented on a calendar year basis ending 12/31/2012.

This report includes compensation actually paid to or by the Hartford within the indicated plan year as part of your Hartford product. *(Note: If the plan year period or plan year end indicated in this Schedule C reporting package is incorrect, please notify your Hartford customer service representative immediately).* This report does not include amounts deducted from plan assets and paid to third parties (other than Hartford). In addition, the report does not include compensation related to investments held by the plan that are not serviced on our recordkeeping system. You should contact your other service providers for reportable compensation information. You may also receive information on the compensation reported here from other service providers as is described below.

Please note that we have provided suggested service codes with respect to services provided through our Hartford product. Please review all Schedule C and other Form 5500 materials with your experienced benefits counsel and other professionals to determine the most appropriate codes for your plan. In addition, please note that because plans with fewer than 100 participants (as of the beginning of the plan year) are generally not required to file Schedule C, you should refer to the instructions provided by the IRS for Schedule C and/or review the applicability of Schedule C to your plan with your experienced tax/benefits counsel, to determine whether it is necessary for the plan to report the information contemplated by this report.

Please contact your Hartford Service Team should you require additional information regarding the compensation paid to or by Hartford with respect to your plan.

****

Information provided in this document and related materials we provide are not intended to be and shall not be deemed tax advice, tax form preparation services, legal advice, advice to plans regarding compliance with ERISA reporting compliance, or accounting or other professional services. As described above, the information contained in this report may not cover all of the compensation received by the plan's service providers. We strongly encourage you to review all Schedule C and other Form 5500 materials with experienced benefits counsel and other professionals.

---

[1] Please refer to the Schedule C of the Form 5500 and its instructions (available at: http://www.dol.gov/ebsa/5500main.html), and please confer with experienced benefits counsel and other professionals, to determine the applicability of Schedule C to your plan.

FORM 5500 SCHEDULE C REPORT
SCHEDULE C, LINE 2(h) AND LINE 3(e) FORMULA DESCRIPTION

CULLEN AND DYKMAN SAVINGS PLAN I (675383)
EIN #: 11-0658700

Please note that, unless otherwise indicated in the descriptions contained in this report, direct compensation is presented on a plan year basis 01/01/2012 - 12/31/2012 and indirect compensation is presented on a calendar year basis ending 12/31/2012.

For use with lines 2(h), 3(c), 3(d), 3(e)

Total Direct Compensation Paid **$3,965.00**

The total amount identified above reflects all fees deducted from plan assets at the plan administrator's direction for the plan year. Service providers which have received portions of these direct fees are listed below, along with the amount of fees they received. Please note that if there is a discrepancy between the total direct fees reported above and the sum of the direct fees reported below, you should contact your other service providers or your plan records to identify the recipient(s) of the fees and any other information relevant to your Schedule C filing.

Recipient: Hartford Retirement Services, LLC EIN: 26-1589907

Service Codes: 15, 37, 38, 49, 64, 65, 99, 50 (if direct compensation amount reflected below)

Direct Compensation **$3,965.00**

The total amount identified above reflects fees deducted from plan assets at the plan administrator's direction for the 2012 plan year for the above named recipient. Please review other service providers, below, to determine whether direct fees were also paid to them. Also, please review your records to determine whether other service providers may have received any compensation not reported below (e.g., a reimbursement paid to any plan fiduciary, your employee benefits counsel, or a plan auditor).

Note: Due to system accounting protocols (including 'cash basis' accounting), amounts reported as Direct Compensation and amounts reported as paid to Hartford Retirement Services, LLC are the net result of aggregating direct compensation after the effects of adjustments processed in 2012, some of which may have pertained to prior years.

Please review the detailed breakdown at the end of the report for further information.

Indirect Compensation

Recordkeeping Service Fees Payor: Bank of America Corporation EIN: 94-1687665 **$35,747.00**

Non Monetary Compensation

Please note that items of nonmonetary compensation need to be reported for Schedule A or C (Form 5500) purposes if they exceed certain *de minimus* amounts. Transactions generating nonmonetary compensation may include gifts, gratuities, or certain types of in-kind benefits. Hartford's Code of Ethics and Business Conduct generally restricts Hartford employees from giving to or receiving gifts from customers and/or business partners having a value of over $100, in any individual situation, without prior approval. However, it is possible that one or more of your service providers for the calendar year, including Hartford, engaged in transactions generating nonmonetary compensation. Information concerning reportable transactions undertaken between or among non-Hartford parties may not be available to The Hartford.

Please consult with your legal or tax advisors if you have any questions.

Recipient: Bank of America Corporation EIN: 94-1687665

Direct/Indirect Compensation

Bank of America Corporation issue their own fee, expense, and revenue-sharing disclosures directly to Plan Sponsors. Please refer to these disclosures for more detail about indirect and direct fees charged by, or paid to, Bank of America Corporation.

Recipient: Morningstar Associates, LLC EIN: 36-4317381

Service Code: 49

Indirect Compensation

"Managed by You" services fee Payor: Hartford Life Insurance Company EIN: 06-0974148 **$18.61**

This is an estimate determined by dividing a flat annual fee paid to Morningstar by the number of plans to whom this feature is made available.

Recipient: Reliance Trust Company EIN: 58-1428634

Indirect Compensation

Custodial/Trust service fee **$4,344.78**
Service Codes: 19, 25, 99

Payors: Hartford Life Insurance Company EIN: 06-0974148
Hartford Retirement Services, LLC EIN: 26-1589907

This is an estimate based on multiplying actual 2012 month end assets by 0.005%/12 and then summing the results.

Recipient: Mesirow Financial Investment Management, Inc. EIN: 36-3429599

Indirect Compensation

Annual platform package fee ("Model My Goals") **$20.51**
Service code: 49

Payor: Hartford Life Insurance Company EIN: 06-0974148

This is an estimate based on the annual platform package fee paid to Mesirow divided by the number of plans using this feature.

Direct Revenue Detail

Recipient: ***Hartford Retirement Services, LLC***

Fee Description	**Dollar Amount**
Loan Set-up Fee	$3,500.00
One-Time Distribution Fee	$465.00
Total Direct Revenue:	**$3,965.00**
Grand Total Direct Fees:	**$3,965.00**