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
STEVENS TRANSPORT, INC. 401(K) PLAN & TRUST

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 10/01/1991

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

STEVENS TRANSPORT, INC.

9757 MILITARY PKWY
DALLAS, TX 75227

2b Employer Identification Number (EIN)
75-1302273

2c Sponsor's telephone number
972-216-9000

2d Business code (see instructions)
484200

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.	10/14/2013	MARK SEAGROVES
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	10/14/2013	MARK SEAGROVES
	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**	2672
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**	2675
b	Retired or separated participants receiving benefits	**6b**	0
c	Other retired or separated participants entitled to future benefits	**6c**	49
d	Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	2724
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	**6e**	0
f	Total. Add lines **6d** and **6e**	**6f**	2724
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	299
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	190
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 3D

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

9a Plan funding arrangement (check all that apply)

- **(1)** [X] 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)** [X] Insurance
- **(2)** [ ] Code section 412(e)(3) insurance contracts
- **(3)** [ ] 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)** [X] 1 **A** (Insurance Information)
- **(4)** [X] **C** (Service Provider Information)
- **(5)** [X] **D** (DFE/Participating Plan Information)
- **(6)** [ ] **G** (Financial Transaction Schedules)

SCHEDULE A (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Insurance Information

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

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

▶ Insurance companies are required to provide the information pursuant to ERISA section 103(a)(2).

OMB No. 1210-0110

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
STEVENS TRANSPORT, INC. 401(K) PLAN & TRUST

B Three-digit plan number (PN) ▶ 001

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

D Employer Identification Number (EIN)
75-1302273

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

1 Coverage Information:

(a) Name of insurance carrier

HARTFORD LIFE INSURANCE COMPANY

(b) EIN	(c) NAIC code	(d) Contract or identification number	(e) Approximate number of persons covered at end of policy or contract year	Policy or contract year	
				(f) From	(g) To
06-0974148	88072	GA-006726	2724	01/01/2012	12/31/2012

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

(a) Total amount of commissions paid	(b) Total amount of fees paid
10485	0

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

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

WALDMAN BROS LLP
6200 LBJ FREEWAY STE 200
DALLAS, TX 75240

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	
10485			3

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

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

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

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

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

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

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

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

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

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

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

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

Part II Investment and Annuity Contract Information

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

4	Current value of plan's interest under this contract in the general account at year end	4	1570171
5	Current value of plan's interest under this contract in separate accounts at year end	5	6322564

6 Contracts With Allocated Funds:

a State the basis of premium rates ▶

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

Specify nature of costs ▶

e Type of contract: (1) ☐ individual policies (2) ☐ group deferred annuity

(3) ☐ other (specify) ▶

f If contract purchased, in whole or in part, to distribute benefits from a terminating plan check here ▶ ☐

7 Contracts With Unallocated Funds (Do not include portions of these contracts maintained in separate accounts)

a Type of contract: (1) ☐ deposit administration (2) ☐ immediate participation guarantee

(3) ☐ guaranteed investment (4) ☒ other ▶ GROUP ANNUITY CONTRACT

b	Balance at the end of the previous year			7b	1547179
c	Additions: (1) Contributions deposited during the year	7c(1)	146373		
	(2) Dividends and credits	7c(2)			
	(3) Interest credited during the year	7c(3)	45642		
	(4) Transferred from separate account	7c(4)	0		
	(5) Other (specify below)	7c(5)	55207		
	▶ LOAN PYMT				
	(6) Total additions			7c(6)	247222
d	Total of balance and additions (add lines **7b** and **7c(6)**).			7d	1794401
e	Deductions:				
	(1) Disbursed from fund to pay benefits or purchase annuities during year	7e(1)	139734		
	(2) Administration charge made by carrier	7e(2)	296		
	(3) Transferred to separate account	7e(3)	62705		
	(4) Other (specify below)	7e(4)	21495		
	▶ LOAN W/D				
	(5) Total deductions			7e(5)	224230
f	Balance at the end of the current year (subtract line **7e(5)** from line **7d**)			7f	1570171

Part III Welfare Benefit Contract Information

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

8 Benefit and contract type (check all applicable boxes)

a ☐ Health (other than dental or vision) **b** ☐ Dental **c** ☐ Vision **d** ☐ Life insurance

e ☐ Temporary disability (accident and sickness) **f** ☐ Long-term disability **g** ☐ Supplemental unemployment **h** ☐ Prescription drug

i ☐ Stop loss (large deductible) **j** ☐ HMO contract **k** ☐ PPO contract **l** ☐ Indemnity contract

m ☐ Other (specify) ▶

9 Experience-rated contracts:				
a Premiums: (1) Amount received	**9a(1)**			
(2) Increase (decrease) in amount due but unpaid	**9a(2)**			
(3) Increase (decrease) in unearned premium reserve	**9a(3)**			
(4) Earned (**(1)** + **(2)** - **(3)**)			**9a(4)**	
b Benefit charges (1) Claims paid	**9b(1)**			
(2) Increase (decrease) in claim reserves	**9b(2)**			
(3) Incurred claims (add **(1)** and **(2)**)			**9b(3)**	
(4) Claims charged			**9b(4)**	
c Remainder of premium: (1) Retention charges (on an accrual basis) --				
(A) Commissions	**9c(1)(A)**			
(B) Administrative service or other fees	**9c(1)(B)**			
(C) Other specific acquisition costs	**9c(1)(C)**			
(D) Other expenses	**9c(1)(D)**			
(E) Taxes	**9c(1)(E)**			
(F) Charges for risks or other contingencies	**9c(1)(F)**			
(G) Other retention charges	**9c(1)(G)**			
(H) Total retention			**9c(1)(H)**	
(2) Dividends or retroactive rate refunds. (These amounts were ☐ paid in cash, or ☐ credited.)			**9c(2)**	
d Status of policyholder reserves at end of year: (1) Amount held to provide benefits after retirement			**9d(1)**	
(2) Claim reserves			**9d(2)**	
(3) Other reserves			**9d(3)**	
e Dividends or retroactive rate refunds due. (Do not include amount entered in line **9c(2)**.)			**9e**	
10 Nonexperience-rated contracts:				
a Total premiums or subscription charges paid to carrier			**10a**	
b If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, other than reported in Part I, line 2 above, report amount.			**10b**	

Specify nature of costs ▶

Part IV Provision of Information

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

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

SCHEDULE C (Form 5500)	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
STEVENS TRANSPORT, INC. 401(K) PLAN & TRUST

B Three-digit plan number (PN) ▶ 001

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

D Employer Identification Number (EIN)
75-1302273

Part I Service Provider Information (see instructions)

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

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

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

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

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(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 LIFE INSURANCE COMPANY

06-0974148

(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 23 37 38 49 50 54 55 56 59 60 62 63 64 65 66	NONE	2240	Yes [X] No [ ]	Yes [X] No [ ]	0	Yes [X] No [ ]

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

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
67 99			Yes [ ] No [ ]	Yes [ ] No [ ]		Yes [ ] No [ ]

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

SADDOCK & CO PLLC

75-1766907

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
10	N/A	15105	Yes [ ] No [X]	Yes [ ] No [X]	0	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 ASSOCIATES, LLC

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	N/A	0	Yes [X] No [ ]	Yes [ ] No [X]	19	Yes [ ] No [X]

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

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

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

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

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 LIFE INSURANCE COMPANY	15 23 37 38 49 50 54 55 56 59 60 62 63 64 65 66 67 99	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
SEE ATTACHED 06-0974148	SEE ATTACHED

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
MORNINGSTAR ASSOCIATES, LLC	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 LIFE INSURANCE COMPANY 06-0974148	SEE ATTAHCED

(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

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(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
STEVENS TRANSPORT, INC. 401(K) PLAN & TRUST

B Three-digit plan number (PN) ▶ 001

C Plan or DFE sponsor's name as shown on line 2a of Form 5500
STEVENS TRANSPORT, INC.

D Employer Identification Number (EIN)
75-1302273

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: HARTFORD ADVANTAGE TK2

b Name of sponsor of entity listed in (a): HARTFORD LIFE INSURANCE COMPANY

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
06-0974148-000	P	3985496

a Name of MTIA, CCT, PSA, or 103-12 IE: HARTFORD ADVANTAGE VK2

b Name of sponsor of entity listed in (a): HARTFORD LIFE INSURANCE COMPANY

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
06-0974148-000	P	576945

a Name of MTIA, CCT, PSA, or 103-12 IE: SEPARATE ACCOUNT K2

b Name of sponsor of entity listed in (a): HARTFORD LIFE INSURANCE COMPANY

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
06-0974148-000	P	1760123

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
STEVENS TRANSPORT, INC. 401(K) PLAN & TRUST

B Three-digit plan number (PN) ▶ 001

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

D Employer Identification Number (EIN)
75-1302273

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)	0	0
(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)	0	0
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)	0	0
(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)	561948	460782
(9) Value of interest in common/collective trusts	1c(9)	0	0
(10) Value of interest in pooled separate accounts	1c(10)	0	0
(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)	5326880	6322564
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)	1547179	1570171
(15) Other	1c(15)	0	0

			(a) Beginning of Year	(b) End of Year
1d	Employer-related investments:			
	(1) Employer securities	1d(1)	0	0
	(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	7436007	8353517
	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	7436007	8353517

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)	80396	
	(B) Participants	2a(1)(B)	662089	
	(C) Others (including rollovers)	2a(1)(C)	5355	
	(2) Noncash contributions	2a(2)		
	(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		747840
b	**Earnings on investments:**			
	(1) Interest:			
	(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	0	
	(B) U.S. Government securities	2b(1)(B)		
	(C) Corporate debt instruments	2b(1)(C)		
	(D) Loans (other than to participants)	2b(1)(D)		
	(E) Participant loans	2b(1)(E)	27925	
	(F) Other	2b(1)(F)	45642	
	(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		73567
	(2) Dividends: **(A)** Preferred stock	2b(2)(A)		
	(B) Common stock	2b(2)(B)	0	
	(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)		
	(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		0
	(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)	0	
	(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)		0
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		843474
(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)		0
c Other income	2c		0
d Total income. Add all **income** amounts in column (b) and enter total	2d		1664881
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	724179	
(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)		724179
f Corrective distributions (see instructions)	2f		5847
g Certain deemed distributions of participant loans (see instructions)	2g		0
h Interest expense	2h		
i Administrative expenses: **(1)** Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)	2240	
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)	15105	
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		17345
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		747371
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		917510
l Transfers of assets:			
(1) To this plan	2l(1)		0
(2) From this plan	2l(2)		0

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: SADDOCK & COMPANY, PLLC **(2)** EIN: 75-1766907

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

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

Part IV Compliance Questions

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

During the plan year:

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

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

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

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

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

Part V Trust Information (optional)

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

SCHEDULE R (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Retirement Plan Information

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

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

OMB No. 1210-0110

2012

This Form is Open to Public Inspection.

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

A Name of plan
STEVENS TRANSPORT, INC. 401(K) PLAN & TRUST

B Three-digit plan number (PN) ▶ 001

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

D Employer Identification Number (EIN)
75-1302273

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** 0

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** 0

b Enter the amount contributed by the employer to the plan for this plan year **6b** 0

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** 0

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):

STEVENS TRANSPORT, INC. 401(k) PLAN AND TRUST

FINANCIAL STATEMENTS

YEARS ENDED DECEMBER 31, 2012 AND 2011

STEVENS TRANSPORT, INC. 401(k) PLAN AND TRUST

YEARS ENDED DECEMBER 31, 2012 AND 2011

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SADDOCK & COMPANY, PLLC
Certified Public Accountants

INDEPENDENT AUDITOR'S REPORT

To the Administrative Committee of
Stevens Transport, Inc. 401(k) Plan and Trust

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Stevens Transport, Inc. 401(k) Plan and Trust, which comprise the statements of net assets available for benefits – modified cash basis as of December 31, 2012 and 2011, the related statement of changes in net assets available for benefits – modified cash basis for the year then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 3, which was certified by Hartford Life, the trustee 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 trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certification from the trustee as of and for the years ended December 31, 2012 and 2011, that the information provided to the plan administrator by the trustee is complete and accurate.

Disclaimer of Opinion

Because of the significance of the information 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 and supplemental schedule.

7920 Beltline Road, Suite 550
Dallas, TX 75254

(972) 437-5201
Fax 437-5229
(800) 738-3625

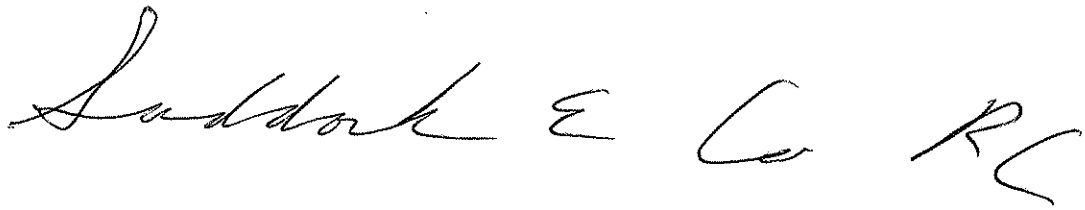
Other Matters

We were engaged for the purpose of forming an opinion on the financial statements as a whole. The supplemental schedule of assets held (at end of year), which 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 schedules referred to above.

As described in Note 2, these financial statements and supplemental schedule were prepared on a modified cash basis of accounting, which is a comprehensive basis of accounting other than generally accepted accounting principles.

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 trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, is 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.



Dallas, TX
October 9, 2013

STEVENS TRANSPORT, INC. 401(k) PLAN AND TRUST

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS – MODIFIED CASH BASIS

DECEMBER 31, 2012 AND 2011

	2012	2011
ASSETS		
Investments (at fair value)	$ 8,027,267	$ 6,977,689
Notes receivable from participants	460,782	561,948
Total assets	8,488,049	7,539,637
LIABILITIES		
Total liabilities	0	0
NET ASSETS REFLECTING INVESTMENTS AT FAIR VALUE	8,488,049	7,539,637
Adjustment from fair value to contract value for fully benefit-responsive investment contracts	(134,532)	(103,630)
NET ASSETS AVAILABLE FOR BENEFITS	$ 8,353,517	$ 7,436,007

See accompanying notes to the financial statements.

STEVENS TRANSPORT, INC. 401(k) PLAN AND TRUST

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS – MODIFIED CASH BASIS

YEAR ENDED DECEMBER 31, 2012

ADDITIONS		
Additions to net assets attributed to:		
Investment income:		
Net appreciation (depreciation) in fair value of investments	$	843,474
Interest		45,642
Total investment income		889,116
Less investment expense		(2,240)
Net investment income		886,876
Interest income on notes receivable from participants		27,925
Contributions:		
Participants		662,089
Employer		80,396
Rollover		5,355
Total contributions		747,840
TOTAL ADDITIONS		1,662,641
DEDUCTIONS		
Deductions from net assets attributed to:		
Benefits paid to participants		(669,144)
Participant loan defaults		(60,882)
Administrative expenses		(15,105)
TOTAL DEDUCTIONS		(745,131)
NET INCREASE		917,510
NET ASSETS AVAILABLE FOR BENEFITS		
Beginning of the year		7,436,007
End of the year	$	8,353,517

See accompanying notes to the financial statements.

STEVENS TRANSPORT, INC. 401(k) PLAN AND TRUST

NOTES TO FINANCIAL STATEMENTS

YEARS ENDED DECEMBER 31, 2012 AND 2011

Note 1 – Plan Description

The following description of the **STEVENS TRANSPORT, INC. 401(k) PLAN AND TRUST** 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 employees of Stevens Transport, Inc. (the Company), Paragon Leasing and Stevens Transport TL, Inc. who are at least 21 years of age. It is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Contributions – Participants may make tax deferred contributions of up to 100% of their covered compensation, as defined in the Plan. Participants who have attained age 50 before the end of the plan year are eligible to make catch-up contributions. Participants direct the investment of their contributions into various investment options offered by the plan. The Company will contribute 50% of the first $800 of each participant's elective deferrals as a matching contribution. Participants are not eligible for employer matching until one year of employment. The Company may also make an annual discretionary contribution. Contributions are subject to federal statutory limits. Forfeitures of matching contributions are applied to reduce administrative costs. The Plan does allow for rollover distributions from other qualified plans.

Participant Accounts – Each participant's account is credited with the participant's contributions, the employer matching contributions, and an allocation of the Company's discretionary contribution, if any, plan earnings, and charged with losses. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Vesting – Participants are immediately vested in their voluntary contributions plus actual earnings thereon. Vesting in the Company's contributions is based on years of service. A participant is 100% vested after six years of credited service based on increases of 20% per year beginning after two years. A participant will also become 100% vested when that participant dies, becomes disabled or reaches 65 years of age.

Distributions and Loans – Hardship distributions are allowed as are distributions on or after a participant reaches 59-1/2 years of age. Loans are also allowed.

Payment of Benefits – On termination of service, a participant may elect to receive a lump-sum amount equal to the value of his or her vested account balance or may elect installment payments.

Investment Funds – All of the Plan's investments are participant-directed. Participants have the option of directing their contributions to any combination of approximately 33 funds under a group annuity contract with Hartford Life Insurance Company. All Company contributions are also invested in accordance with each participant's direction.

Forfeited Accounts - At December 31, 2012 and 2011 forfeited non-vested accounts totaled $8,852 and $13,831, respectively. These accounts will be used to reduce future administrative costs. Also, in 2012, $15,105 was used to offset administrative and investment expenses of the Plan.

Note 2 – Summary of Significant Accounting Policies

Date of Management's Review - Subsequent events were evaluated through October 9, 2013, which is the date the financial statements were available to be issued.

Basis of Accounting - The accompanying financial statements have been prepared on the modified cash basis. That basis differs from generally accepted accounting principles because changes in net assets available for benefits with respect primarily to contributions and expenses are recorded when received and paid, respectively, rather than when earned and incurred, respectively. Investments are reported at fair value under both methods of accounting.

Investment contracts held by a defined-contribution plan are required to be reported at fair value. However, contract value is the relevant measurement attribute for that portion of the net assets available for benefits of a defined-contribution plan attributable to fully benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the plan. The Statement of Net Assets Available for Benefits presents the fair value of the investment contracts as well as the adjustment of the fully benefit-responsive investment contracts from fair value to contract value. The 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 management to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein, and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

Investment Valuation and Income Recognition – The investment contract with Hartford Life is valued 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 10 for discussion of fair value measurements. If available, quoted market prices are used to determine the fair values of each underlying mutual fund within the pooled separate accounts included in the Hartford contract. The Plan's investments represent its units of participation in the mutual funds underlying each pooled separate account. Interest income is recorded on the modified cash basis. The fair value of the fixed account is calculated using a market value adjustment factor formula under the contract with Hartford. Purchases and sales of investments are recorded on a trade-date basis. Dividends are recorded on the ex-dividend date.

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 – Benefits are recorded when paid.

Note 3 – Investments

The Plan has a benefit responsive investment contract with Hartford Life. Hartford maintains the contributions in several pooled separate accounts and in a fixed account, which is invested in the general account of Hartford. The accounts are credited with earnings on the underlying investments (see below) and are charged with losses, withdrawals and expenses. The contract is included in the financial statements at fair value as reported to the Plan by Hartford. Because the contract is fully benefit-responsive, contract value is the relevant measurement attribute for the net assets available for benefits. Participants may ordinarily direct the withdrawal or transfer of all or a portion of their investment at contract value. The contract value and the fair value are the same for the pooled separate accounts. An adjustment to the contract value, as reported to the Plan by Hartford, for the fixed account has been reflected in the financial statements for 2012 and 2011. In the event that the contract for the fixed account is terminated, a market value adjustment would be made which could limit the Plan's ability to transact at contract value with participants.

The average yield for the fixed account was approximately 2.7% for 2012 and 2.8% for 2011. The crediting interest rate for the fixed account was approximately 3.0% for 2012 and 2011. The crediting interest rate on the Fixed Account may be changed from time to time by Hartford. There are no reserves against contract value for credit risk of the contract issuer.

Information Certified by the Custodian (unaudited) - The Plan's investments were held by Hartford Life Insurance Company, the custodian. The following is a summary of the Plan's financial information that is included in the financial statements based on information certified by Hartford Life as complete and accurate in accordance with Section 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 contract value of the funds under pooled separate accounts and the fixed account at December 31, 2012 and 2011 as reported by Hartford Life is summarized as follows:

Note 3 – Investments (continued)

	2012	2011
Fixed Account	$1,570,171	$1,547,179
Hartford Index HLS	306,670	281,368
Hartford Money Market HLS	311,436	291,298
Hartford Small Company HLS	500,273	409,059
American Century Ultra	338,324	303,135
Fidelity VIP II Contrafund	576,945	465,327
Janus Worldwide	348,473	275,617
Janus Twenty	922,801	800,617
American Century Income and Growth	367,844	301,505
Hartford Stock HLS	255,074	205,916
Hartford Bond HLS	386,670	333,154
T. Rowe Price Personal Strategy Income	209,221	168,027
T. Rowe Price Personal Strategy Balanced	198,884	207,791
Alliancebernstein 2015 RS A	139	-0-
Alliancebernstein 2020 RS A	2,797	1,288
Alliancebernstein 2025 RS A	14,500	6,623
Alliancebernstein 2030 RS A	5,499	2,715
Alliancebernstein 2035 RS A	7,060	1,310
Alliancebernstein 2040 RS A	2,554	878
Alliancebernstein 2045 RS A	140	-0-
Alliancebernstein 2050 RS A	1,816	810
Alliancebernstein 2055 RS A	140	-0-
Blackrock	51,854	43,483
T. Rowe Price Personal Strategy Growth	212,592	163,519
Janus Balanced	359,168	301,410
Blackrock Pacific	123,037	96,719
Oppenheimer Developing Markets	381,475	311,863
GS Mid Cap Value	97,790	78,508
Alger Mid Cap Growth Inst I	115,660	88,756
Wells Fargo Advantage Asset Allocation A	38,214	29,290
Legg Mason HY Bond	63,811	48,278
Davis NY Venture A	65,854	66,825
Eaton Vance WW Healthscience A	55,849	41,791
Net appreciation (depreciation) in fair value:		
Mutual Funds	$ 843,474	$(214,248)
Interest Income -- Fixed Account	$ 45,642	$ 45,244
Fixed Account – fair value	$ 1,704,703	$1,650,809

Additionally, the information included in the supplemental schedule of assets held for investments is compiled from information certified by Hartford Life.

Investments representing 5% or more of the net assets consist of the following in 2012 and 2011 were: Hartford Small Company HLS, Janus Twenty, Fixed Account, and Fidelity VIP Contra Fund.

Note 4 – Participant Notes Receivable

Participants may borrow up to the lesser of $50,000 or 50% of their vested account balance. Loan terms range from 1 to 5 years for regular loans and up to 20 years if for the purchase of a principal residence and bear interest at 6%. The notes are secured by the vested balance in the participant's account. Principal and interest payments are made through payroll deductions. Upon termination of employment with the Plan's sponsor, the entire principal balance plus accrued interest become immediately due and payable.

Note 5 – Plan Termination

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

Note 6 – Reconciliation of Financial Statements to Form 5500

The net assets available for benefits at December 31, 2012 and 2011 of $8,353,517 and $7,436,007, respectively, are the same per the financial statements and the Form 5500.

The change in net assets available for benefits for the year 2012 of $917,510 is equal to the change in net assets reported on the Form 5500 for 2012.

The value of accounts for withdrawing participants who have elected to withdraw from the plan as of December 31, 2012 and 2011 but have not yet been paid totals $0.

Note 7 – Tax Status

The Plan obtained its latest determination letter on January 27, 2005, in which the Internal Revenue Service stated that the plan, as then designed, was in compliance with the applicable requirements of the Internal Revenue Code. The Plan has been amended since receiving the determination letter. The Plan is a standardized, prototype plan, the form of which is intended to comply with the qualification provisions of Internal Revenue Code Section 401(a). Accordingly, the Plan has not requested a determination letter from the IRS. Hartford Life Insurance Company has received an IRS opinion letter for the standardized plan. The Plan administrator believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the Internal Revenue Code. The Plan did not distribute 7 participant loans in default. The Plan Sponsor intends to correct this through a Voluntary Correction Program submission. Therefore, no provision for income taxes has been included in the financial statements.

The Plan administrator believes the Plan is no longer subject to income tax examinations for years prior to 2009.

Note 8 – Parties-In-Interest Transactions

The plan sponsor absorbed a portion of the administrative costs of the Plan during 2012 and 2011.

Note 9 – 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 statement of net assets available for benefits.

Note 10 – Fair Value of Financial Instruments

The Plan's investments are reported at fair value in the accompanying statement of net assets available for benefits. The methods used to measure fair value may produce an amount that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

The fair value measurement accounting literature establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. This hierarchy consists of three broad levels: Level 1 inputs consist of unadjusted quoted prices in active markets for identical assets and have the highest priority, and Level 3 inputs are unobservable and have the lowest priority. The Plan uses appropriate valuation techniques based on the available inputs to measure the fair value of its investments. When available, the Plan measures fair value using Level 1 inputs because they generally provide the most reliable evidence of fair value. No Level 2 inputs were available to the Plan, and Level 3 inputs were only used when Level 1 or Level 2 inputs were not available.

Level 1 Fair Value Measurements

The fair value of mutual funds is based on quoted net asset values of the shares held by the Plan at year-end. The fair values of common stocks, corporate bonds, and U.S. Government securities are based on the closing price reported on the active market where the individual securities are traded.

Level 3 Fair Value Measurements

The fixed income account is not actively traded and significant other observable inputs are not available. Thus, the fair value of the fixed income account is valued at fair value by discounting the related cash flows based on current yields of similar instruments with comparable durations considering the credit worthiness of the issuer. The following table provides a summary of changes in fair value of the Company's Level 3 assets, as well as the portion of gains or losses included in income attributable to unrealized gains or losses that relate to those assets held at December 31, 2012 and December 31, 2011. Transfers into and out of Level 3 are determined based on the actual date of the event or change in circumstances that caused the transfer.

Note 10 – Fair Value of Financial Instruments (continued)

For those assets with fair value measured using Level 3 inputs, the Plan administrator determines the fair value measurement policies and procedures in consultation with the Plan third party administrator. Those policies and procedures are reassessed at least annually to determine if the current valuation techniques are still appropriate. At that time, the unobservable inputs used in the fair value measurements are evaluated and adjusted, as necessary, based on current market conditions and other third-party information.

The following table presents the Plan's fair value hierarchy for the above assets measured at fair value on a recurring basis as of December 31, 2012 and 2011:

	Fair Value	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Unobservable Inputs (Level 3)
December, 31, 2012			
Mutual funds	$ 6,322,564	$ 6,322,564	$
Fixed income account	1,704,703		1,704,703
Total assets at fair value	$ 8,027,267	$ 6,322,564	$ 1,704,703

	Fair Value	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Unobservable Inputs (Level 3)
December 31, 2011			
Mutual funds	$ 5,326,880	$ 5,326,880	$
Fixed income account	1,650,809		1,650,809
Total assets at fair value	$ 6,977,689	$ 5,326,880	$ 1,650,809

Financial assets and liabilities valued using level 1 inputs are based on unadjusted quoted market prices within active markets for identical assets or liabilities. Financial assets and liabilities valued using level 2 inputs are based primarily on quoted prices for similar assets or liabilities in active markets; quoted prices for identical or similar assets or liabilities in markets that are not active; modeling with inputs that have observable inputs (i.e. interest rates observable at commonly quoted intervals. Financial assets and liabilities using level 3 inputs were primarily valued using management's assumptions about model-based techniques that use significant assumptions not observable in the market. Valuation techniques utilized to determine fair value are consistently applied.

Note 10 – Fair Value of Financial Instruments (continued)

Fair Value Measurements Using Significant Unobservable Inputs (Level 3)

The following tables reconcile the beginning and ending balances of fair value measurements using significant unobservable inputs (Level 3) of the investment contract with insurance company for the years ended December 31, 2012 and 2011:

December 31, 2012	Fixed Income Account
Beginning Balance	1,650,809
Total gains or losses (realized and unrealized) relating to instruments still held at the reporting date included in changes in net assets	76,543
Purchases	146,373
Sales	(1,386)
Issuances	-0-
Settlements	(139,734)
Transfers in/out of Level 3	(27,902)
Ending Balance	1,704,703

December 31, 2011	Fixed Income Account
Beginning Balance	1,551,931
Total gains or losses (realized and unrealized) relating to instruments still held at the reporting date included in changes in net assets	88,564
Purchases	137,189
Sales	(1,904)
Issuances	-0-
Settlements	(220,357)
Transfers in/out of Level 3	95,386
Ending Balance	1,650,809

The amount of total gains or losses for the year included in changes in net assets available for benefits attributable to the changes in unrealized gains or losses relating to assets held at the end of the reporting period	$45,642

Gains and losses included in changes in net assets available for benefits for the year ended December 31, 2012 are reported in interest income.

The Plan's policy is to recognize transfers into and out of Level 3 as of the date of the event or change in circumstances that caused the transfer. For the year ended December 31, 2012, transfers into or out of Level 3 were for exchanges between the various funds within the Plan, proceeds for loan issuance, and for loan repayments occurring throughout the year. Transfers between levels are recognized on the actual date of the transaction.

Note 11 - Subsequent Events

On January 1, 2013, MassMutual acquired the Hartford Financial Services Group Inc.'s Shared Services Group (collectively referred to as "RPG"), a limited liability corporation, which is a wholly owned subsidiary of The Hartford Financial Service Group, Inc. As a result of the acquisition, RPG services, including the processing of participant transactions for defined contribution plan customers is now owned by MassMutual. The recordkeeping system and the related information technology infrastructure is hosted and maintained by the Hartford's Strategic Initiative & Technology group and The Hartford's Enterprise Information Technology Service Management team and at this time remains outsourced to The Hartford.

STEVENS TRANSPORT, INC. 401(k) PLAN AND TRUST

NOTES TO FINANCIAL STATEMENTS

YEARS ENDED DECEMBER 31, 2012 AND 2011

STEVENS TRANSPORT 401(k) PLAN AND TRUST #001
75-1302273
Schedule H, Line 4i - Schedule of Assets Held (At Year End)
Year Ended December 31, 2012

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par, or Maturity Value	(e) Current Value
	Fixed Account	Mutual fund	$ 1,570,171
	Hartford Index HLS	Mutual fund	306,670
	Hartford Money Market HLS	Mutual fund	311,436
	Hartford Small Company HLS	Mutual fund	500,273
	American Century Ultra	Mutual fund	338,324
	Fidelity VIP II Contrafund	Mutual fund	576,945
	Janus Worldwide	Mutual fund	348,473
	Janus Twenty	Mutual fund	922,801
	American Century Income and Growth	Mutual fund	367,844
	Hartford Stock HLS	Mutual fund	255,074
	Hartford Bond HLS	Mutual fund	386,670
	T. Rowe Price Personal Strategy Income	Mutual fund	209,221
	T. Rowe Price Personal Strategy Balanced	Mutual fund	198,884
	Alliancebernstein 2015 RS A	Mutual fund	139
	Alliancebernstein 2020 RS A	Mutual fund	2,797
	Alliancebernstein 2025 RS A	Mutual fund	14,500
	Alliancebernstein 2030 RS A	Mutual fund	5,499
	Alliancebernstein 2035 RS A	Mutual fund	7,060
	Alliancebernstein 2040 RS A	Mutual fund	2,554
	Alliancebernstein 2045 RS A	Mutual fund	140
	Alliancebernstein 2050 RS A	Mutual fund	1,816
	Alliancebernstein 2055 RS A	Mutual fund	140
	Blackrock	Mutual fund	51,854
	T. Rowe Price Personal Strategy Growth	Mutual fund	212,592
	Janus Balanced	Mutual fund	359,168
	Blackrock Pacific	Mutual fund	123,037
	Oppenheimer Developing Markets	Mutual fund	381,475
	GS Mid Cap Value	Mutual fund	97,790
	Alger Mid Cap Growth Inst I	Mutual fund	115,660
	Wells Fargo Advantage Asset Allocation A	Mutual fund	38,214
	Legg Mason HY Bond	Mutual fund	63,811
	Davis NY Venture A	Mutual fund	65,854
	Eaton Vance WW Healthsc A	Mutual fund	55,849

STEVENS TRANSPORT, INC. 401(k) PLAN AND TRUST

NOTES TO FINANCIAL STATEMENTS

YEARS ENDED DECEMBER 31, 2012 AND 2011

STEVENS TRANSPORT 401(k) PLAN AND TRUST #001
75-1302273
Schedule H, Line 4i - Schedule of Assets Held (At Year End)
Year Ended December 31, 2012

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par, or Maturity Value	(e) Current Value
	Participant Loans	Due at varying times through 2017; Interest rate 6%-6%; Secured by participants' vested accounts	460,782

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, The Hartford appointed MassMutual to provide all of administrative services necessary to support your plan's contract. In this role, MassMutual receives all charges, fees and compensation – both direct and indirect – as 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 for paying sales commissions and other 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.

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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.

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[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

STEVENS TRANSPORT, INC. 401(K) PLAN & TRUST (006726)
EIN #: 75-1302273

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 **$17,345.00**

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 Life Insurance Company EIN: 06-0974148

Service Codes: 15, 23, 37, 38, 54, 55, 59, 60, 62, 63, 64, 65, 66, 99, 50 (if direct compensation amount reflected below)

Direct Compensation **$2,240.00**

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 Life Insurance Company 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

Float compensation **$34.36**

Bank accounts and investments associated with short-term investment pool, 200 Hopmeadow Road, Simsbury, CT 06089

This is an estimate based on the annual average rate of float (0.1285% for 2012) earned on the bank accounts and investments associated with the short-term investment pool for the 2012 calendar year multiplied by an estimate of the assets related to uncashed checks.* This estimate does not include float earned for any other reason (e.g., if amounts remitted to The Hartford cannot be immediately invested because they are not in good order). Please review or request a copy of the current float disclosure for more information about the other circumstances in which float is earned.

* A complete listing of distribution checks that remain outstanding for your plan is available on the Retirement Plan Access web site under the Standard Reports section (Report R03998-Outstanding Distribution Checks). Uncashed check assets will continue to remain in a float-earning bank account until such time direction is received from the Plan Sponsor. The Plan Sponsor should consult with their tax advisor or benefits counsel to determine if assets attributable to uncashed checks should be included on the Form 5500 filing.

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.

Compensation paid with respect to Funds

Investment Option Name	*EIN*	*Revenue Sharing Rate (%) Paid to The Hartford (rates as of 12/31/2012)*	*Underlying Fund Gross Expense Ratio as of the Fund's Year End* *	*Separate Account Charge* **
ALGER MIDCAP GROWTH INSTITUT I	13-2665689	0.55% x assets	1.18%	0.00%
ALLIANCEBERNSTEIN 2015 RET STR A	13-4064930	0.55% x assets	1.13%	0.00%
ALLIANCEBERNSTEIN 2020 RET STR A	13-4064930	0.55% x assets	1.16%	0.00%
ALLIANCEBERNSTEIN 2025 RET STR A	13-4064930	0.55% x assets	1.17%	0.00%
ALLIANCEBERNSTEIN 2030 RET STR A	13-4064930	0.55% x assets	1.32%	0.00%
ALLIANCEBERNSTEIN 2035 RET STR A	13-4064930	0.55% x assets	1.41%	0.00%
ALLIANCEBERNSTEIN 2040 RET STR A	13-4064930	0.55% x assets	1.50%	0.00%
ALLIANCEBERNSTEIN 2045 RET STR A	13-4064930	0.55% x assets	1.56%	0.00%
ALLIANCEBERNSTEIN 2050 RET STR A	13-4064930	0.55% x assets	2.89%	0.00%
ALLIANCEBERNSTEIN 2055 RET STR A	13-4064930	0.55% x assets	7.74%	0.00%
AMERICAN CENTURY INC & GRTH INV	43-1819235	0.25% x assets	0.68%	0.00%
AMERICAN CENTURY ULTRA INV	44-6006315	0.35% x assets	0.99%	0.00%
BLACKROCK FLEXIBLE EQUITY-A	51-0318674	0.55% x assets	1.40%	0.00%
BLACKROCK PACIFIC A	13-2866632	0.55% x assets	1.18%	0.00%
DAVIS NEW YORK VENTURE A	13-2601967	0.35% x assets plus $12/participant	0.90%	0.00%
EATON VANCE WORLDWIDE HLTH SCI A	04-2325690	0.55% x assets	1.41%	0.00%
FIDELITY VIP CONTRAFUND INIT	04-3022712	0.25% x assets	0.65%	0.55%
FIXED ACCOUNT	06-0974148		0.00%	0.00%
GOLDMAN SACHS MDCAP VALUE A	13-4019460	0.55% x assets	1.15%	0.00%
HARTFORD INDEX HLS IA	22-2937447	0.25% x assets	0.33%	0.00%
HARTFORD MONEY MARKET HLS IA	22-2937447		0.42%	0.00%
HARTFORD SMALL COMPANY HLS IA	22-2937447	0.25% x assets	0.71%	0.00%
HARTFORD STOCK HLS IA	22-2937447	0.25% x assets	0.50%	0.00%
HARTFORD TOTAL RET BOND HLS IA	22-2937447	0.25% x assets	0.49%	0.00%
JANUS BALANCED T	84-0592523	0.30% x assets	0.84%	0.00%
JANUS TWENTY T	84-0592523	0.30% x assets	0.94%	0.00%
JANUS WORLDWIDE T	84-0592523	0.30% x assets	0.97%	0.00%
OPPENHEIMER DEVELOPING MARKETS A	93-6305075	0.55% x assets	1.36%	0.00%
T. ROWE PRICE PERS STRAT BAL	52-1151266	0.15% x assets	0.87%	0.00%
T. ROWE PRICE PERS STRAT GRTH	52-1151266	0.15% x assets	0.93%	0.00%
T. ROWE PRICE PERS STRAT INC	52-1151266	0.15% x assets	0.78%	0.00%
WELLS FARGO ADV ASSET ALLOC-A	41-0449260	0.55% x assets	1.33%	0.00%
WESTERN ASSET GLOB HIGH YLD BD A	52-2203385	0.55% x assets	1.21%	0.00%

Under the variable investment options available through your plan's group annuity contract or funding agreement, contract values are invested in Hartford Life Insurance Company separate accounts that, in turn, invest in underlying registered investment companies (i.e., mutual funds) and collective investment funds.

The list includes any investment option held by the plan on at least one month end during the 2012 calendar year. To arrive at an estimate of the dollar amount that Hartford received from each investment option, multiply the rate of fees received from each investment option by your plan's year-end balance (or if the investment option was liquidated prior to year end, the balance on the liquidation date) and, if applicable, the per participant fee by the number of participants in the investment option at year end (or the liquidation date if earlier). This will be an estimate because your plan's balance and number of participants will vary over the course of the year, so the year-end balance and number of participants may be higher or lower than the daily balance. In addition, these fees are calculated on a daily basis.

* This amount is the sum of the fund's distribution, management and other fees, which are also identified in the fund's prospectus. Please note that, for 2012, affiliates of Hartford Life Insurance Company act as advisor to the Hartford funds. Such affiliates are identified in the fund's prospectus and receive management fees in the following amounts:

Hartford Index HLS IA	0.30% x assets
Hartford Small Company HLS IA	0.68% x assets
Hartford Stock HLS IA	0.47% x assets
Hartford Total Return Bond HLS IA	0.46% x assets

****Separate Account Charge**

[see fund chart]% per annum of the daily Sub-Account values (pursuant to the group annuity contract or funding agreement)

Hartford Life Insurance Company Separate Accounts, 200 Hopmeadow Road, Simsbury, CT 06089

Recipient: WALDMAN BROS LLP EIN: 81-0658472

Service Codes:

Please contact your Service Provider for the list of applicable services performed and Service Codes.

Direct Compensation **$0.00**

Our records indicate that this recipient did not receive any Direct Compensation. Please review your records to determine whether this service provider may have received any compensation not reported.

Indirect Compensation

* **Sales commission**	Payor: Hartford Life Insurance Company	EIN: 06-0974148	**$10,484.62**

* *Sales Commissions are reported on a Plan Year basis.*

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 2012 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: Other EIN: 99-9999999

Service Codes:

Please contact your Service Provider for the list of applicable services performed and Service Codes.

Direct Compensation **$15,105.00**

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.

Note: Due to system accounting protocols (including 'cash basis' accounting), amounts reported as Direct Compensation 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 **$0.00**

Our records indicate that this recipient did not receive any Indirect Compensation. Please review your records to determine whether this service provider may have received any compensation not reported.

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.

Direct Revenue Detail

Recipient: ***Hartford Life Insurance Company***

Fee Description	**Dollar Amount**
Loan Set-up Fee	$2,240.00
Total Direct Revenue:	**$2,240.00**

Recipient: ***Other***

Fee Description	**Dollar Amount**
Holding Account: TPA Fee	$15,105.00
Total Direct Revenue:	**$15,105.00**

Grand Total Direct Fees: **$17,345.00**

STEVENS TRANSPORT, INC. 401(k) PLAN AND TRUST

FINANCIAL STATEMENTS

YEARS ENDED DECEMBER 31, 2012 AND 2011

STEVENS TRANSPORT, INC. 401(k) PLAN AND TRUST

YEARS ENDED DECEMBER 31, 2012 AND 2011

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SADDOCK & COMPANY, PLLC
Certified Public Accountants

INDEPENDENT AUDITOR'S REPORT

To the Administrative Committee of
Stevens Transport, Inc. 401(k) Plan and Trust

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Stevens Transport, Inc. 401(k) Plan and Trust, which comprise the statements of net assets available for benefits – modified cash basis as of December 31, 2012 and 2011, the related statement of changes in net assets available for benefits – modified cash basis for the year then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 3, which was certified by Hartford Life, the trustee 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 trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certification from the trustee as of and for the years ended December 31, 2012 and 2011, that the information provided to the plan administrator by the trustee is complete and accurate.

Disclaimer of Opinion

Because of the significance of the information 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 and supplemental schedule.

7920 Beltline Road, Suite 550
Dallas, TX 75254

(972) 437-5201
Fax 437-5229
(800) 738-3625

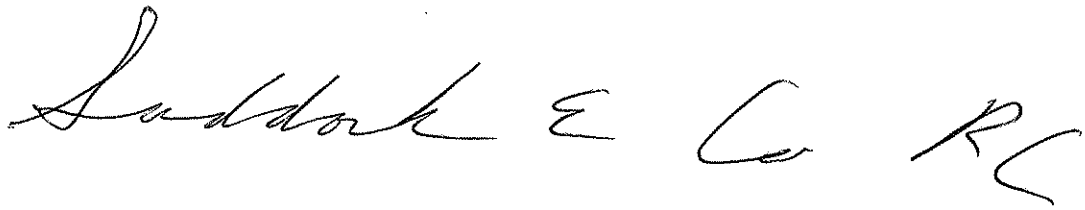
Other Matters

We were engaged for the purpose of forming an opinion on the financial statements as a whole. The supplemental schedule of assets held (at end of year), which 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 schedules referred to above.

As described in Note 2, these financial statements and supplemental schedule were prepared on a modified cash basis of accounting, which is a comprehensive basis of accounting other than generally accepted accounting principles.

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 trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, is 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.



Dallas, TX
October 9, 2013

STEVENS TRANSPORT, INC. 401(k) PLAN AND TRUST

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS – MODIFIED CASH BASIS

DECEMBER 31, 2012 AND 2011

	2012	2011
ASSETS		
Investments (at fair value)	$ 8,027,267	$ 6,977,689
Notes receivable from participants	460,782	561,948
Total assets	8,488,049	7,539,637
LIABILITIES		
Total liabilities	0	0
NET ASSETS REFLECTING INVESTMENTS AT FAIR VALUE	8,488,049	7,539,637
Adjustment from fair value to contract value for fully benefit-responsive investment contracts	(134,532)	(103,630)
NET ASSETS AVAILABLE FOR BENEFITS	$ 8,353,517	$ 7,436,007

See accompanying notes to the financial statements.

STEVENS TRANSPORT, INC. 401(k) PLAN AND TRUST

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS – MODIFIED CASH BASIS

YEAR ENDED DECEMBER 31, 2012

ADDITIONS		
Additions to net assets attributed to:		
Investment income:		
Net appreciation (depreciation) in fair value of investments	$	843,474
Interest		45,642
Total investment income		889,116
Less investment expense		(2,240)
Net investment income		886,876
Interest income on notes receivable from participants		27,925
Contributions:		
Participants		662,089
Employer		80,396
Rollover		5,355
Total contributions		747,840
TOTAL ADDITIONS		1,662,641
DEDUCTIONS		
Deductions from net assets attributed to:		
Benefits paid to participants		(669,144)
Participant loan defaults		(60,882)
Administrative expenses		(15,105)
TOTAL DEDUCTIONS		(745,131)
NET INCREASE		917,510
NET ASSETS AVAILABLE FOR BENEFITS		
Beginning of the year		7,436,007
End of the year	$	8,353,517

See accompanying notes to the financial statements.

STEVENS TRANSPORT, INC. 401(k) PLAN AND TRUST

NOTES TO FINANCIAL STATEMENTS

YEARS ENDED DECEMBER 31, 2012 AND 2011

Note 1 – Plan Description

The following description of the **STEVENS TRANSPORT, INC. 401(k) PLAN AND TRUST** 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 employees of Stevens Transport, Inc. (the Company), Paragon Leasing and Stevens Transport TL, Inc. who are at least 21 years of age. It is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Contributions – Participants may make tax deferred contributions of up to 100% of their covered compensation, as defined in the Plan. Participants who have attained age 50 before the end of the plan year are eligible to make catch-up contributions. Participants direct the investment of their contributions into various investment options offered by the plan. The Company will contribute 50% of the first $800 of each participant's elective deferrals as a matching contribution. Participants are not eligible for employer matching until one year of employment. The Company may also make an annual discretionary contribution. Contributions are subject to federal statutory limits. Forfeitures of matching contributions are applied to reduce administrative costs. The Plan does allow for rollover distributions from other qualified plans.

Participant Accounts – Each participant's account is credited with the participant's contributions, the employer matching contributions, and an allocation of the Company's discretionary contribution, if any, plan earnings, and charged with losses. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Vesting – Participants are immediately vested in their voluntary contributions plus actual earnings thereon. Vesting in the Company's contributions is based on years of service. A participant is 100% vested after six years of credited service based on increases of 20% per year beginning after two years. A participant will also become 100% vested when that participant dies, becomes disabled or reaches 65 years of age.

Distributions and Loans – Hardship distributions are allowed as are distributions on or after a participant reaches 59-1/2 years of age. Loans are also allowed.

Payment of Benefits – On termination of service, a participant may elect to receive a lump-sum amount equal to the value of his or her vested account balance or may elect installment payments.

Investment Funds – All of the Plan's investments are participant-directed. Participants have the option of directing their contributions to any combination of approximately 33 funds under a group annuity contract with Hartford Life Insurance Company. All Company contributions are also invested in accordance with each participant's direction.

Forfeited Accounts - At December 31, 2012 and 2011 forfeited non-vested accounts totaled $8,852 and $13,831, respectively. These accounts will be used to reduce future administrative costs. Also, in 2012, $15,105 was used to offset administrative and investment expenses of the Plan.

Note 2 – Summary of Significant Accounting Policies

Date of Management's Review - Subsequent events were evaluated through October 9, 2013, which is the date the financial statements were available to be issued.

Basis of Accounting - The accompanying financial statements have been prepared on the modified cash basis. That basis differs from generally accepted accounting principles because changes in net assets available for benefits with respect primarily to contributions and expenses are recorded when received and paid, respectively, rather than when earned and incurred, respectively. Investments are reported at fair value under both methods of accounting.

Investment contracts held by a defined-contribution plan are required to be reported at fair value. However, contract value is the relevant measurement attribute for that portion of the net assets available for benefits of a defined-contribution plan attributable to fully benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the plan. The Statement of Net Assets Available for Benefits presents the fair value of the investment contracts as well as the adjustment of the fully benefit-responsive investment contracts from fair value to contract value. The 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 management to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein, and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

Investment Valuation and Income Recognition – The investment contract with Hartford Life is valued 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 10 for discussion of fair value measurements. If available, quoted market prices are used to determine the fair values of each underlying mutual fund within the pooled separate accounts included in the Hartford contract. The Plan's investments represent its units of participation in the mutual funds underlying each pooled separate account. Interest income is recorded on the modified cash basis. The fair value of the fixed account is calculated using a market value adjustment factor formula under the contract with Hartford. Purchases and sales of investments are recorded on a trade-date basis. Dividends are recorded on the ex-dividend date.

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 – Benefits are recorded when paid.

Note 3 – Investments

The Plan has a benefit responsive investment contract with Hartford Life. Hartford maintains the contributions in several pooled separate accounts and in a fixed account, which is invested in the general account of Hartford. The accounts are credited with earnings on the underlying investments (see below) and are charged with losses, withdrawals and expenses. The contract is included in the financial statements at fair value as reported to the Plan by Hartford. Because the contract is fully benefit-responsive, contract value is the relevant measurement attribute for the net assets available for benefits. Participants may ordinarily direct the withdrawal or transfer of all or a portion of their investment at contract value. The contract value and the fair value are the same for the pooled separate accounts. An adjustment to the contract value, as reported to the Plan by Hartford, for the fixed account has been reflected in the financial statements for 2012 and 2011. In the event that the contract for the fixed account is terminated, a market value adjustment would be made which could limit the Plan's ability to transact at contract value with participants.

The average yield for the fixed account was approximately 2.7% for 2012 and 2.8% for 2011. The crediting interest rate for the fixed account was approximately 3.0% for 2012 and 2011. The crediting interest rate on the Fixed Account may be changed from time to time by Hartford. There are no reserves against contract value for credit risk of the contract issuer.

Information Certified by the Custodian (unaudited) - The Plan's investments were held by Hartford Life Insurance Company, the custodian. The following is a summary of the Plan's financial information that is included in the financial statements based on information certified by Hartford Life as complete and accurate in accordance with Section 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 contract value of the funds under pooled separate accounts and the fixed account at December 31, 2012 and 2011 as reported by Hartford Life is summarized as follows:

Note 3 – Investments (continued)

	2012	2011
Fixed Account	$1,570,171	$1,547,179
Hartford Index HLS	306,670	281,368
Hartford Money Market HLS	311,436	291,298
Hartford Small Company HLS	500,273	409,059
American Century Ultra	338,324	303,135
Fidelity VIP II Contrafund	576,945	465,327
Janus Worldwide	348,473	275,617
Janus Twenty	922,801	800,617
American Century Income and Growth	367,844	301,505
Hartford Stock HLS	255,074	205,916
Hartford Bond HLS	386,670	333,154
T. Rowe Price Personal Strategy Income	209,221	168,027
T. Rowe Price Personal Strategy Balanced	198,884	207,791
Alliancebernstein 2015 RS A	139	-0-
Alliancebernstein 2020 RS A	2,797	1,288
Alliancebernstein 2025 RS A	14,500	6,623
Alliancebernstein 2030 RS A	5,499	2,715
Alliancebernstein 2035 RS A	7,060	1,310
Alliancebernstein 2040 RS A	2,554	878
Alliancebernstein 2045 RS A	140	-0-
Alliancebernstein 2050 RS A	1,816	810
Alliancebernstein 2055 RS A	140	-0-
Blackrock	51,854	43,483
T. Rowe Price Personal Strategy Growth	212,592	163,519
Janus Balanced	359,168	301,410
Blackrock Pacific	123,037	96,719
Oppenheimer Developing Markets	381,475	311,863
GS Mid Cap Value	97,790	78,508
Alger Mid Cap Growth Inst I	115,660	88,756
Wells Fargo Advantage Asset Allocation A	38,214	29,290
Legg Mason HY Bond	63,811	48,278
Davis NY Venture A	65,854	66,825
Eaton Vance WW Healthscience A	55,849	41,791
Net appreciation (depreciation) in fair value:		
Mutual Funds	$ 843,474	$(214,248)
Interest Income -- Fixed Account	$ 45,642	$ 45,244
Fixed Account – fair value	$ 1,704,703	$1,650,809

Additionally, the information included in the supplemental schedule of assets held for investments is compiled from information certified by Hartford Life.

Investments representing 5% or more of the net assets consist of the following in 2012 and 2011 were: Hartford Small Company HLS, Janus Twenty, Fixed Account, and Fidelity VIP Contra Fund.

Note 4 – Participant Notes Receivable

Participants may borrow up to the lesser of $50,000 or 50% of their vested account balance. Loan terms range from 1 to 5 years for regular loans and up to 20 years if for the purchase of a principal residence and bear interest at 6%. The notes are secured by the vested balance in the participant's account. Principal and interest payments are made through payroll deductions. Upon termination of employment with the Plan's sponsor, the entire principal balance plus accrued interest become immediately due and payable.

Note 5 – Plan Termination

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

Note 6 – Reconciliation of Financial Statements to Form 5500

The net assets available for benefits at December 31, 2012 and 2011 of $8,353,517 and $7,436,007, respectively, are the same per the financial statements and the Form 5500.

The change in net assets available for benefits for the year 2012 of $917,510 is equal to the change in net assets reported on the Form 5500 for 2012.

The value of accounts for withdrawing participants who have elected to withdraw from the plan as of December 31, 2012 and 2011 but have not yet been paid totals $0.

Note 7 – Tax Status

The Plan obtained its latest determination letter on January 27, 2005, in which the Internal Revenue Service stated that the plan, as then designed, was in compliance with the applicable requirements of the Internal Revenue Code. The Plan has been amended since receiving the determination letter. The Plan is a standardized, prototype plan, the form of which is intended to comply with the qualification provisions of Internal Revenue Code Section 401(a). Accordingly, the Plan has not requested a determination letter from the IRS. Hartford Life Insurance Company has received an IRS opinion letter for the standardized plan. The Plan administrator believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the Internal Revenue Code. The Plan did not distribute 7 participant loans in default. The Plan Sponsor intends to correct this through a Voluntary Correction Program submission. Therefore, no provision for income taxes has been included in the financial statements.

The Plan administrator believes the Plan is no longer subject to income tax examinations for years prior to 2009.

Note 8 – Parties-In-Interest Transactions

The plan sponsor absorbed a portion of the administrative costs of the Plan during 2012 and 2011.

Note 9 – 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 statement of net assets available for benefits.

Note 10 – Fair Value of Financial Instruments

The Plan's investments are reported at fair value in the accompanying statement of net assets available for benefits. The methods used to measure fair value may produce an amount that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

The fair value measurement accounting literature establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. This hierarchy consists of three broad levels: Level 1 inputs consist of unadjusted quoted prices in active markets for identical assets and have the highest priority, and Level 3 inputs are unobservable and have the lowest priority. The Plan uses appropriate valuation techniques based on the available inputs to measure the fair value of its investments. When available, the Plan measures fair value using Level 1 inputs because they generally provide the most reliable evidence of fair value. No Level 2 inputs were available to the Plan, and Level 3 inputs were only used when Level 1 or Level 2 inputs were not available.

Level 1 Fair Value Measurements

The fair value of mutual funds is based on quoted net asset values of the shares held by the Plan at year-end. The fair values of common stocks, corporate bonds, and U.S. Government securities are based on the closing price reported on the active market where the individual securities are traded.

Level 3 Fair Value Measurements

The fixed income account is not actively traded and significant other observable inputs are not available. Thus, the fair value of the fixed income account is valued at fair value by discounting the related cash flows based on current yields of similar instruments with comparable durations considering the credit worthiness of the issuer. The following table provides a summary of changes in fair value of the Company's Level 3 assets, as well as the portion of gains or losses included in income attributable to unrealized gains or losses that relate to those assets held at December 31, 2012 and December 31, 2011. Transfers into and out of Level 3 are determined based on the actual date of the event or change in circumstances that caused the transfer.

Note 10 – Fair Value of Financial Instruments (continued)

For those assets with fair value measured using Level 3 inputs, the Plan administrator determines the fair value measurement policies and procedures in consultation with the Plan third party administrator. Those policies and procedures are reassessed at least annually to determine if the current valuation techniques are still appropriate. At that time, the unobservable inputs used in the fair value measurements are evaluated and adjusted, as necessary, based on current market conditions and other third-party information.

The following table presents the Plan's fair value hierarchy for the above assets measured at fair value on a recurring basis as of December 31, 2012 and 2011:

	Fair Value	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Unobservable Inputs (Level 3)
December, 31, 2012			
Mutual funds	$ 6,322,564	$ 6,322,564	$
Fixed income account	1,704,703		1,704,703
Total assets at fair value	$ 8,027,267	$ 6,322,564	$ 1,704,703

	Fair Value	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Unobservable Inputs (Level 3)
December 31, 2011			
Mutual funds	$ 5,326,880	$ 5,326,880	$
Fixed income account	1,650,809		1,650,809
Total assets at fair value	$ 6,977,689	$ 5,326,880	$ 1,650,809

Financial assets and liabilities valued using level 1 inputs are based on unadjusted quoted market prices within active markets for identical assets or liabilities. Financial assets and liabilities valued using level 2 inputs are based primarily on quoted prices for similar assets or liabilities in active markets; quoted prices for identical or similar assets or liabilities in markets that are not active; modeling with inputs that have observable inputs (i.e. interest rates observable at commonly quoted intervals. Financial assets and liabilities using level 3 inputs were primarily valued using management's assumptions about model-based techniques that use significant assumptions not observable in the market. Valuation techniques utilized to determine fair value are consistently applied.

Note 10 – Fair Value of Financial Instruments (continued)

Fair Value Measurements Using Significant Unobservable Inputs (Level 3)

The following tables reconcile the beginning and ending balances of fair value measurements using significant unobservable inputs (Level 3) of the investment contract with insurance company for the years ended December 31, 2012 and 2011:

December 31, 2012	Fixed Income Account
Beginning Balance	1,650,809
Total gains or losses (realized and unrealized) relating to instruments still held at the reporting date included in changes in net assets	76,543
Purchases	146,373
Sales	(1,386)
Issuances	-0-
Settlements	(139,734)
Transfers in/out of Level 3	(27,902)
Ending Balance	1,704,703

December 31, 2011	Fixed Income Account
Beginning Balance	1,551,931
Total gains or losses (realized and unrealized) relating to instruments still held at the reporting date included in changes in net assets	88,564
Purchases	137,189
Sales	(1,904)
Issuances	-0-
Settlements	(220,357)
Transfers in/out of Level 3	95,386
Ending Balance	1,650,809

The amount of total gains or losses for the year included in changes in net assets available for benefits attributable to the changes in unrealized gains or losses relating to assets held at the end of the reporting period	$45,642

Gains and losses included in changes in net assets available for benefits for the year ended December 31, 2012 are reported in interest income.

The Plan's policy is to recognize transfers into and out of Level 3 as of the date of the event or change in circumstances that caused the transfer. For the year ended December 31, 2012, transfers into or out of Level 3 were for exchanges between the various funds within the Plan, proceeds for loan issuance, and for loan repayments occurring throughout the year. Transfers between levels are recognized on the actual date of the transaction.

Note 11 - Subsequent Events

On January 1, 2013, MassMutual acquired the Hartford Financial Services Group Inc.'s Shared Services Group (collectively referred to as "RPG"), a limited liability corporation, which is a wholly owned subsidiary of The Hartford Financial Service Group, Inc. As a result of the acquisition, RPG services, including the processing of participant transactions for defined contribution plan customers is now owned by MassMutual. The recordkeeping system and the related information technology infrastructure is hosted and maintained by the Hartford's Strategic Initiative & Technology group and The Hartford's Enterprise Information Technology Service Management team and at this time remains outsourced to The Hartford.

STEVENS TRANSPORT, INC. 401(k) PLAN AND TRUST

NOTES TO FINANCIAL STATEMENTS

YEARS ENDED DECEMBER 31, 2012 AND 2011

STEVENS TRANSPORT 401(k) PLAN AND TRUST #001
75-1302273
Schedule H, Line 4i - Schedule of Assets Held (At Year End)
Year Ended December 31, 2012

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par, or Maturity Value	(e) Current Value
	Fixed Account	Mutual fund	$ 1,570,171
	Hartford Index HLS	Mutual fund	306,670
	Hartford Money Market HLS	Mutual fund	311,436
	Hartford Small Company HLS	Mutual fund	500,273
	American Century Ultra	Mutual fund	338,324
	Fidelity VIP II Contrafund	Mutual fund	576,945
	Janus Worldwide	Mutual fund	348,473
	Janus Twenty	Mutual fund	922,801
	American Century Income and Growth	Mutual fund	367,844
	Hartford Stock HLS	Mutual fund	255,074
	Hartford Bond HLS	Mutual fund	386,670
	T. Rowe Price Personal Strategy Income	Mutual fund	209,221
	T. Rowe Price Personal Strategy Balanced	Mutual fund	198,884
	Alliancebernstein 2015 RS A	Mutual fund	139
	Alliancebernstein 2020 RS A	Mutual fund	2,797
	Alliancebernstein 2025 RS A	Mutual fund	14,500
	Alliancebernstein 2030 RS A	Mutual fund	5,499
	Alliancebernstein 2035 RS A	Mutual fund	7,060
	Alliancebernstein 2040 RS A	Mutual fund	2,554
	Alliancebernstein 2045 RS A	Mutual fund	140
	Alliancebernstein 2050 RS A	Mutual fund	1,816
	Alliancebernstein 2055 RS A	Mutual fund	140
	Blackrock	Mutual fund	51,854
	T. Rowe Price Personal Strategy Growth	Mutual fund	212,592
	Janus Balanced	Mutual fund	359,168
	Blackrock Pacific	Mutual fund	123,037
	Oppenheimer Developing Markets	Mutual fund	381,475
	GS Mid Cap Value	Mutual fund	97,790
	Alger Mid Cap Growth Inst I	Mutual fund	115,660
	Wells Fargo Advantage Asset Allocation A	Mutual fund	38,214
	Legg Mason HY Bond	Mutual fund	63,811
	Davis NY Venture A	Mutual fund	65,854
	Eaton Vance WW Healthsc A	Mutual fund	55,849

STEVENS TRANSPORT, INC. 401(k) PLAN AND TRUST

NOTES TO FINANCIAL STATEMENTS

YEARS ENDED DECEMBER 31, 2012 AND 2011

STEVENS TRANSPORT 401(k) PLAN AND TRUST #001
75-1302273
Schedule H, Line 4i - Schedule of Assets Held (At Year End)
Year Ended December 31, 2012

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par, or Maturity Value	(e) Current Value
	Participant Loans	Due at varying times through 2017; Interest rate 6%-6%; Secured by participants' vested accounts	460,782

STEVENS TRANSPORT, INC. 401(k) PLAN AND TRUST

FINANCIAL STATEMENTS

YEARS ENDED DECEMBER 31, 2012 AND 2011

STEVENS TRANSPORT, INC. 401(k) PLAN AND TRUST

YEARS ENDED DECEMBER 31, 2012 AND 2011

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SADDOCK & COMPANY, PLLC
Certified Public Accountants

INDEPENDENT AUDITOR'S REPORT

To the Administrative Committee of
Stevens Transport, Inc. 401(k) Plan and Trust

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Stevens Transport, Inc. 401(k) Plan and Trust, which comprise the statements of net assets available for benefits – modified cash basis as of December 31, 2012 and 2011, the related statement of changes in net assets available for benefits – modified cash basis for the year then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 3, which was certified by Hartford Life, the trustee 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 trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certification from the trustee as of and for the years ended December 31, 2012 and 2011, that the information provided to the plan administrator by the trustee is complete and accurate.

Disclaimer of Opinion

Because of the significance of the information 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 and supplemental schedule.

7920 Beltline Road, Suite 550
Dallas, TX 75254

(972) 437-5201
Fax 437-5229
(800) 738-3625

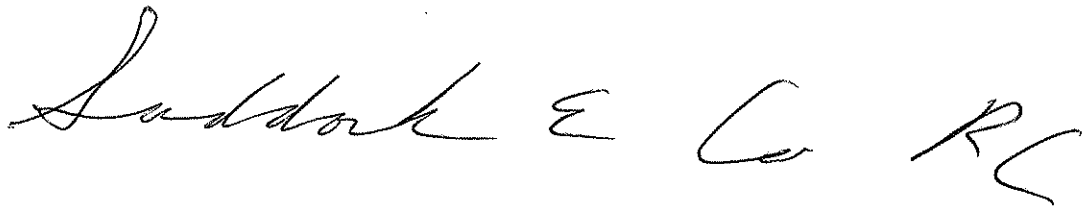
Other Matters

We were engaged for the purpose of forming an opinion on the financial statements as a whole. The supplemental schedule of assets held (at end of year), which 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 schedules referred to above.

As described in Note 2, these financial statements and supplemental schedule were prepared on a modified cash basis of accounting, which is a comprehensive basis of accounting other than generally accepted accounting principles.

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 trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, is 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.



Dallas, TX
October 9, 2013

STEVENS TRANSPORT, INC. 401(k) PLAN AND TRUST

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS – MODIFIED CASH BASIS

DECEMBER 31, 2012 AND 2011

	2012	2011
ASSETS		
Investments (at fair value)	$ 8,027,267	$ 6,977,689
Notes receivable from participants	460,782	561,948
Total assets	8,488,049	7,539,637
LIABILITIES		
Total liabilities	0	0
NET ASSETS REFLECTING INVESTMENTS AT FAIR VALUE	8,488,049	7,539,637
Adjustment from fair value to contract value for fully benefit-responsive investment contracts	(134,532)	(103,630)
NET ASSETS AVAILABLE FOR BENEFITS	$ 8,353,517	$ 7,436,007

See accompanying notes to the financial statements.

STEVENS TRANSPORT, INC. 401(k) PLAN AND TRUST

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS – MODIFIED CASH BASIS

YEAR ENDED DECEMBER 31, 2012

ADDITIONS		
Additions to net assets attributed to:		
Investment income:		
Net appreciation (depreciation) in fair value of investments	$	843,474
Interest		45,642
Total investment income		889,116
Less investment expense		(2,240)
Net investment income		886,876
Interest income on notes receivable from participants		27,925
Contributions:		
Participants		662,089
Employer		80,396
Rollover		5,355
Total contributions		747,840
TOTAL ADDITIONS		1,662,641
DEDUCTIONS		
Deductions from net assets attributed to:		
Benefits paid to participants		(669,144)
Participant loan defaults		(60,882)
Administrative expenses		(15,105)
TOTAL DEDUCTIONS		(745,131)
NET INCREASE		917,510
NET ASSETS AVAILABLE FOR BENEFITS		
Beginning of the year		7,436,007
End of the year	$	8,353,517

See accompanying notes to the financial statements.

STEVENS TRANSPORT, INC. 401(k) PLAN AND TRUST

NOTES TO FINANCIAL STATEMENTS

YEARS ENDED DECEMBER 31, 2012 AND 2011

Note 1 – Plan Description

The following description of the **STEVENS TRANSPORT, INC. 401(k) PLAN AND TRUST** 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 employees of Stevens Transport, Inc. (the Company), Paragon Leasing and Stevens Transport TL, Inc. who are at least 21 years of age. It is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Contributions – Participants may make tax deferred contributions of up to 100% of their covered compensation, as defined in the Plan. Participants who have attained age 50 before the end of the plan year are eligible to make catch-up contributions. Participants direct the investment of their contributions into various investment options offered by the plan. The Company will contribute 50% of the first $800 of each participant's elective deferrals as a matching contribution. Participants are not eligible for employer matching until one year of employment. The Company may also make an annual discretionary contribution. Contributions are subject to federal statutory limits. Forfeitures of matching contributions are applied to reduce administrative costs. The Plan does allow for rollover distributions from other qualified plans.

Participant Accounts – Each participant's account is credited with the participant's contributions, the employer matching contributions, and an allocation of the Company's discretionary contribution, if any, plan earnings, and charged with losses. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Vesting – Participants are immediately vested in their voluntary contributions plus actual earnings thereon. Vesting in the Company's contributions is based on years of service. A participant is 100% vested after six years of credited service based on increases of 20% per year beginning after two years. A participant will also become 100% vested when that participant dies, becomes disabled or reaches 65 years of age.

Distributions and Loans – Hardship distributions are allowed as are distributions on or after a participant reaches 59-1/2 years of age. Loans are also allowed.

Payment of Benefits – On termination of service, a participant may elect to receive a lump-sum amount equal to the value of his or her vested account balance or may elect installment payments.

Investment Funds – All of the Plan's investments are participant-directed. Participants have the option of directing their contributions to any combination of approximately 33 funds under a group annuity contract with Hartford Life Insurance Company. All Company contributions are also invested in accordance with each participant's direction.

Forfeited Accounts - At December 31, 2012 and 2011 forfeited non-vested accounts totaled $8,852 and $13,831, respectively. These accounts will be used to reduce future administrative costs. Also, in 2012, $15,105 was used to offset administrative and investment expenses of the Plan.

Note 2 – Summary of Significant Accounting Policies

Date of Management's Review - Subsequent events were evaluated through October 9, 2013, which is the date the financial statements were available to be issued.

Basis of Accounting - The accompanying financial statements have been prepared on the modified cash basis. That basis differs from generally accepted accounting principles because changes in net assets available for benefits with respect primarily to contributions and expenses are recorded when received and paid, respectively, rather than when earned and incurred, respectively. Investments are reported at fair value under both methods of accounting.

Investment contracts held by a defined-contribution plan are required to be reported at fair value. However, contract value is the relevant measurement attribute for that portion of the net assets available for benefits of a defined-contribution plan attributable to fully benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the plan. The Statement of Net Assets Available for Benefits presents the fair value of the investment contracts as well as the adjustment of the fully benefit-responsive investment contracts from fair value to contract value. The 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 management to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein, and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

Investment Valuation and Income Recognition – The investment contract with Hartford Life is valued 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 10 for discussion of fair value measurements. If available, quoted market prices are used to determine the fair values of each underlying mutual fund within the pooled separate accounts included in the Hartford contract. The Plan's investments represent its units of participation in the mutual funds underlying each pooled separate account. Interest income is recorded on the modified cash basis. The fair value of the fixed account is calculated using a market value adjustment factor formula under the contract with Hartford. Purchases and sales of investments are recorded on a trade-date basis. Dividends are recorded on the ex-dividend date.

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 – Benefits are recorded when paid.

Note 3 – Investments

The Plan has a benefit responsive investment contract with Hartford Life. Hartford maintains the contributions in several pooled separate accounts and in a fixed account, which is invested in the general account of Hartford. The accounts are credited with earnings on the underlying investments (see below) and are charged with losses, withdrawals and expenses. The contract is included in the financial statements at fair value as reported to the Plan by Hartford. Because the contract is fully benefit-responsive, contract value is the relevant measurement attribute for the net assets available for benefits. Participants may ordinarily direct the withdrawal or transfer of all or a portion of their investment at contract value. The contract value and the fair value are the same for the pooled separate accounts. An adjustment to the contract value, as reported to the Plan by Hartford, for the fixed account has been reflected in the financial statements for 2012 and 2011. In the event that the contract for the fixed account is terminated, a market value adjustment would be made which could limit the Plan's ability to transact at contract value with participants.

The average yield for the fixed account was approximately 2.7% for 2012 and 2.8% for 2011. The crediting interest rate for the fixed account was approximately 3.0% for 2012 and 2011. The crediting interest rate on the Fixed Account may be changed from time to time by Hartford. There are no reserves against contract value for credit risk of the contract issuer.

Information Certified by the Custodian (unaudited) - The Plan's investments were held by Hartford Life Insurance Company, the custodian. The following is a summary of the Plan's financial information that is included in the financial statements based on information certified by Hartford Life as complete and accurate in accordance with Section 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 contract value of the funds under pooled separate accounts and the fixed account at December 31, 2012 and 2011 as reported by Hartford Life is summarized as follows:

Note 3 – Investments (continued)

	2012	2011
Fixed Account	$1,570,171	$1,547,179
Hartford Index HLS	306,670	281,368
Hartford Money Market HLS	311,436	291,298
Hartford Small Company HLS	500,273	409,059
American Century Ultra	338,324	303,135
Fidelity VIP II Contrafund	576,945	465,327
Janus Worldwide	348,473	275,617
Janus Twenty	922,801	800,617
American Century Income and Growth	367,844	301,505
Hartford Stock HLS	255,074	205,916
Hartford Bond HLS	386,670	333,154
T. Rowe Price Personal Strategy Income	209,221	168,027
T. Rowe Price Personal Strategy Balanced	198,884	207,791
Alliancebernstein 2015 RS A	139	-0-
Alliancebernstein 2020 RS A	2,797	1,288
Alliancebernstein 2025 RS A	14,500	6,623
Alliancebernstein 2030 RS A	5,499	2,715
Alliancebernstein 2035 RS A	7,060	1,310
Alliancebernstein 2040 RS A	2,554	878
Alliancebernstein 2045 RS A	140	-0-
Alliancebernstein 2050 RS A	1,816	810
Alliancebernstein 2055 RS A	140	-0-
Blackrock	51,854	43,483
T. Rowe Price Personal Strategy Growth	212,592	163,519
Janus Balanced	359,168	301,410
Blackrock Pacific	123,037	96,719
Oppenheimer Developing Markets	381,475	311,863
GS Mid Cap Value	97,790	78,508
Alger Mid Cap Growth Inst I	115,660	88,756
Wells Fargo Advantage Asset Allocation A	38,214	29,290
Legg Mason HY Bond	63,811	48,278
Davis NY Venture A	65,854	66,825
Eaton Vance WW Healthscience A	55,849	41,791
Net appreciation (depreciation) in fair value:		
Mutual Funds	$ 843,474	$(214,248)
Interest Income -- Fixed Account	$ 45,642	$ 45,244
Fixed Account – fair value	$ 1,704,703	$1,650,809

Additionally, the information included in the supplemental schedule of assets held for investments is compiled from information certified by Hartford Life.

Investments representing 5% or more of the net assets consist of the following in 2012 and 2011 were: Hartford Small Company HLS, Janus Twenty, Fixed Account, and Fidelity VIP Contra Fund.

Note 4 – Participant Notes Receivable

Participants may borrow up to the lesser of $50,000 or 50% of their vested account balance. Loan terms range from 1 to 5 years for regular loans and up to 20 years if for the purchase of a principal residence and bear interest at 6%. The notes are secured by the vested balance in the participant's account. Principal and interest payments are made through payroll deductions. Upon termination of employment with the Plan's sponsor, the entire principal balance plus accrued interest become immediately due and payable.

Note 5 – Plan Termination

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

Note 6 – Reconciliation of Financial Statements to Form 5500

The net assets available for benefits at December 31, 2012 and 2011 of $8,353,517 and $7,436,007, respectively, are the same per the financial statements and the Form 5500.

The change in net assets available for benefits for the year 2012 of $917,510 is equal to the change in net assets reported on the Form 5500 for 2012.

The value of accounts for withdrawing participants who have elected to withdraw from the plan as of December 31, 2012 and 2011 but have not yet been paid totals $0.

Note 7 – Tax Status

The Plan obtained its latest determination letter on January 27, 2005, in which the Internal Revenue Service stated that the plan, as then designed, was in compliance with the applicable requirements of the Internal Revenue Code. The Plan has been amended since receiving the determination letter. The Plan is a standardized, prototype plan, the form of which is intended to comply with the qualification provisions of Internal Revenue Code Section 401(a). Accordingly, the Plan has not requested a determination letter from the IRS. Hartford Life Insurance Company has received an IRS opinion letter for the standardized plan. The Plan administrator believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the Internal Revenue Code. The Plan did not distribute 7 participant loans in default. The Plan Sponsor intends to correct this through a Voluntary Correction Program submission. Therefore, no provision for income taxes has been included in the financial statements.

The Plan administrator believes the Plan is no longer subject to income tax examinations for years prior to 2009.

Note 8 – Parties-In-Interest Transactions

The plan sponsor absorbed a portion of the administrative costs of the Plan during 2012 and 2011.

Note 9 – 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 statement of net assets available for benefits.

Note 10 – Fair Value of Financial Instruments

The Plan's investments are reported at fair value in the accompanying statement of net assets available for benefits. The methods used to measure fair value may produce an amount that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

The fair value measurement accounting literature establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. This hierarchy consists of three broad levels: Level 1 inputs consist of unadjusted quoted prices in active markets for identical assets and have the highest priority, and Level 3 inputs are unobservable and have the lowest priority. The Plan uses appropriate valuation techniques based on the available inputs to measure the fair value of its investments. When available, the Plan measures fair value using Level 1 inputs because they generally provide the most reliable evidence of fair value. No Level 2 inputs were available to the Plan, and Level 3 inputs were only used when Level 1 or Level 2 inputs were not available.

Level 1 Fair Value Measurements

The fair value of mutual funds is based on quoted net asset values of the shares held by the Plan at year-end. The fair values of common stocks, corporate bonds, and U.S. Government securities are based on the closing price reported on the active market where the individual securities are traded.

Level 3 Fair Value Measurements

The fixed income account is not actively traded and significant other observable inputs are not available. Thus, the fair value of the fixed income account is valued at fair value by discounting the related cash flows based on current yields of similar instruments with comparable durations considering the credit worthiness of the issuer. The following table provides a summary of changes in fair value of the Company's Level 3 assets, as well as the portion of gains or losses included in income attributable to unrealized gains or losses that relate to those assets held at December 31, 2012 and December 31, 2011. Transfers into and out of Level 3 are determined based on the actual date of the event or change in circumstances that caused the transfer.

Note 10 – Fair Value of Financial Instruments (continued)

For those assets with fair value measured using Level 3 inputs, the Plan administrator determines the fair value measurement policies and procedures in consultation with the Plan third party administrator. Those policies and procedures are reassessed at least annually to determine if the current valuation techniques are still appropriate. At that time, the unobservable inputs used in the fair value measurements are evaluated and adjusted, as necessary, based on current market conditions and other third-party information.

The following table presents the Plan's fair value hierarchy for the above assets measured at fair value on a recurring basis as of December 31, 2012 and 2011:

	Fair Value	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Unobservable Inputs (Level 3)
December, 31, 2012			
Mutual funds	$ 6,322,564	$ 6,322,564	$
Fixed income account	1,704,703		1,704,703
Total assets at fair value	$ 8,027,267	$ 6,322,564	$ 1,704,703

	Fair Value	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Unobservable Inputs (Level 3)
December 31, 2011			
Mutual funds	$ 5,326,880	$ 5,326,880	$
Fixed income account	1,650,809		1,650,809
Total assets at fair value	$ 6,977,689	$ 5,326,880	$ 1,650,809

Financial assets and liabilities valued using level 1 inputs are based on unadjusted quoted market prices within active markets for identical assets or liabilities. Financial assets and liabilities valued using level 2 inputs are based primarily on quoted prices for similar assets or liabilities in active markets; quoted prices for identical or similar assets or liabilities in markets that are not active; modeling with inputs that have observable inputs (i.e. interest rates observable at commonly quoted intervals. Financial assets and liabilities using level 3 inputs were primarily valued using management's assumptions about model-based techniques that use significant assumptions not observable in the market. Valuation techniques utilized to determine fair value are consistently applied.

Note 10 – Fair Value of Financial Instruments (continued)

Fair Value Measurements Using Significant Unobservable Inputs (Level 3)

The following tables reconcile the beginning and ending balances of fair value measurements using significant unobservable inputs (Level 3) of the investment contract with insurance company for the years ended December 31, 2012 and 2011:

December 31, 2012	Fixed Income Account
Beginning Balance	1,650,809
Total gains or losses (realized and unrealized) relating to instruments still held at the reporting date included in changes in net assets	76,543
Purchases	146,373
Sales	(1,386)
Issuances	-0-
Settlements	(139,734)
Transfers in/out of Level 3	(27,902)
Ending Balance	1,704,703

December 31, 2011	Fixed Income Account
Beginning Balance	1,551,931
Total gains or losses (realized and unrealized) relating to instruments still held at the reporting date included in changes in net assets	88,564
Purchases	137,189
Sales	(1,904)
Issuances	-0-
Settlements	(220,357)
Transfers in/out of Level 3	95,386
Ending Balance	1,650,809

The amount of total gains or losses for the year included in changes in net assets available for benefits attributable to the changes in unrealized gains or losses relating to assets held at the end of the reporting period	$45,642

Gains and losses included in changes in net assets available for benefits for the year ended December 31, 2012 are reported in interest income.

The Plan's policy is to recognize transfers into and out of Level 3 as of the date of the event or change in circumstances that caused the transfer. For the year ended December 31, 2012, transfers into or out of Level 3 were for exchanges between the various funds within the Plan, proceeds for loan issuance, and for loan repayments occurring throughout the year. Transfers between levels are recognized on the actual date of the transaction.

Note 11 - Subsequent Events

On January 1, 2013, MassMutual acquired the Hartford Financial Services Group Inc.'s Shared Services Group (collectively referred to as "RPG"), a limited liability corporation, which is a wholly owned subsidiary of The Hartford Financial Service Group, Inc. As a result of the acquisition, RPG services, including the processing of participant transactions for defined contribution plan customers is now owned by MassMutual. The recordkeeping system and the related information technology infrastructure is hosted and maintained by the Hartford's Strategic Initiative & Technology group and The Hartford's Enterprise Information Technology Service Management team and at this time remains outsourced to The Hartford.

STEVENS TRANSPORT, INC. 401(k) PLAN AND TRUST

NOTES TO FINANCIAL STATEMENTS

YEARS ENDED DECEMBER 31, 2012 AND 2011

STEVENS TRANSPORT 401(k) PLAN AND TRUST #001
75-1302273
Schedule H, Line 4i - Schedule of Assets Held (At Year End)
Year Ended December 31, 2012

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par, or Maturity Value	(e) Current Value
	Fixed Account	Mutual fund	$ 1,570,171
	Hartford Index HLS	Mutual fund	306,670
	Hartford Money Market HLS	Mutual fund	311,436
	Hartford Small Company HLS	Mutual fund	500,273
	American Century Ultra	Mutual fund	338,324
	Fidelity VIP II Contrafund	Mutual fund	576,945
	Janus Worldwide	Mutual fund	348,473
	Janus Twenty	Mutual fund	922,801
	American Century Income and Growth	Mutual fund	367,844
	Hartford Stock HLS	Mutual fund	255,074
	Hartford Bond HLS	Mutual fund	386,670
	T. Rowe Price Personal Strategy Income	Mutual fund	209,221
	T. Rowe Price Personal Strategy Balanced	Mutual fund	198,884
	Alliancebernstein 2015 RS A	Mutual fund	139
	Alliancebernstein 2020 RS A	Mutual fund	2,797
	Alliancebernstein 2025 RS A	Mutual fund	14,500
	Alliancebernstein 2030 RS A	Mutual fund	5,499
	Alliancebernstein 2035 RS A	Mutual fund	7,060
	Alliancebernstein 2040 RS A	Mutual fund	2,554
	Alliancebernstein 2045 RS A	Mutual fund	140
	Alliancebernstein 2050 RS A	Mutual fund	1,816
	Alliancebernstein 2055 RS A	Mutual fund	140
	Blackrock	Mutual fund	51,854
	T. Rowe Price Personal Strategy Growth	Mutual fund	212,592
	Janus Balanced	Mutual fund	359,168
	Blackrock Pacific	Mutual fund	123,037
	Oppenheimer Developing Markets	Mutual fund	381,475
	GS Mid Cap Value	Mutual fund	97,790
	Alger Mid Cap Growth Inst I	Mutual fund	115,660
	Wells Fargo Advantage Asset Allocation A	Mutual fund	38,214
	Legg Mason HY Bond	Mutual fund	63,811
	Davis NY Venture A	Mutual fund	65,854
	Eaton Vance WW Healthsc A	Mutual fund	55,849

STEVENS TRANSPORT, INC. 401(k) PLAN AND TRUST

NOTES TO FINANCIAL STATEMENTS

YEARS ENDED DECEMBER 31, 2012 AND 2011

STEVENS TRANSPORT 401(k) PLAN AND TRUST #001
75-1302273
Schedule H, Line 4i - Schedule of Assets Held (At Year End)
Year Ended December 31, 2012

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par, or Maturity Value	(e) Current Value
	Participant Loans	Due at varying times through 2017; Interest rate 6%-6%; Secured by participants' vested accounts	460,782