

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). <p style="text-align: center;">▶ Complete all entries in accordance with the instructions to the Form 5500.</p>	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 <u>01/01/2012</u> and ending <u>12/31/2012</u>	
A This return/report is for:	☐ a multiemployer plan; ☐ a multiple-employer plan; or ☒ 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:	☒ Form 5558; ☐ automatic extension; ☐ the DFVC program; ☐ special extension (enter description)

Part II	Basic Plan Information —enter all requested information				
1a Name of plan <u>TOWER IMAGING, INC. RETIREMENT PLAN AND TRUST</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 80%;">1b Three-digit plan number (PN) ▶</td> <td style="width: 20%; text-align: center;"><u>004</u></td> </tr> <tr> <td colspan="2">1c Effective date of plan <u>09/01/1985</u></td> </tr> </table>	1b Three-digit plan number (PN) ▶	<u>004</u>	1c Effective date of plan <u>09/01/1985</u>	
1b Three-digit plan number (PN) ▶	<u>004</u>				
1c Effective date of plan <u>09/01/1985</u>					
2a Plan sponsor's name and address; include room or suite number (employer, if for a single-employer plan) <u>TOWER IMAGING, INC.</u> <u>2700 UNIVERSITY SQUARE DRIVE</u> <u>TAMPA, FL 33612</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td>2b Employer Identification Number (EIN) <u>59-1433551</u></td> </tr> <tr> <td>2c Sponsor's telephone number <u>813-253-2721</u></td> </tr> <tr> <td>2d Business code (see instructions) <u>621111</u></td> </tr> </table>	2b Employer Identification Number (EIN) <u>59-1433551</u>	2c Sponsor's telephone number <u>813-253-2721</u>	2d Business code (see instructions) <u>621111</u>	
2b Employer Identification Number (EIN) <u>59-1433551</u>					
2c Sponsor's telephone number <u>813-253-2721</u>					
2d Business code (see instructions) <u>621111</u>					

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. Signature of plan administrator	10/14/2013 Date	LISA BALLENGEE Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature. Signature of employer/plan sponsor	10/14/2013 Date	LISA BALLENGEE 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 ☒ 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		5 342
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	282
b Retired or separated participants receiving benefits.....	6b	0
c Other retired or separated participants entitled to future benefits.....	6c	23
d Subtotal. Add lines 6a , 6b , and 6c	6d	305
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....	6e	0
f Total. Add lines 6d and 6e	6f	305
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....	6g	305
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....	6h	0
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 2G 2J 2A		
b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions: 4B		
9a Plan funding arrangement (check all that apply) (1) ☒ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor		9b Plan benefit arrangement (check all that apply) (1) ☒ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ 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) ☒ 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) ☒ H (Financial Information) (2) ☐ I (Financial Information – Small Plan) (3) ☒ <u>1</u> A (Insurance Information) (4) ☒ C (Service Provider Information) (5) ☐ D (DFE/Participating Plan Information) (6) ☐ G (Financial Transaction Schedules)

SCHEDULE A (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <hr/> <small>Department of Labor Employee Benefits Security Administration</small> <hr/> <small>Pension Benefit Guaranty Corporation</small>	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 <hr/> 2012 <hr/> 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 TOWER IMAGING, INC. RETIREMENT PLAN AND TRUST	B Three-digit plan number (PN) ►	004
C Plan sponsor's name as shown on line 2a of Form 5500 TOWER IMAGING, INC.	D Employer Identification Number (EIN) 59-1433551	

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

NATIONWIDE 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
23-0990450	68225	PT032920	2	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
0	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

(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	

(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	
5	Current value of plan's interest under this contract in separate accounts at year end	5	
6	Contracts With Allocated Funds:		
a	State the basis of premium rates ▶ PUBLISHED RATES OF INSURANCE CARRIE		
b	Premiums paid to carrier	6b	6696
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. Specify nature of costs ▶	6d	
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 ▶		
b	Balance at the end of the previous year	7b	
c	Additions: (1) Contributions deposited during the year	7c(1)	
	(2) Dividends and credits	7c(2)	
	(3) Interest credited during the year	7c(3)	
	(4) Transferred from separate account	7c(4)	
	(5) Other (specify below)	7c(5)	
	▶		
	(6) Total additions	7c(6)	
d	Total of balance and additions (add lines 7b and 7c(6))	7d	
e	Deductions:		
	(1) Disbursed from fund to pay benefits or purchase annuities during year	7e(1)	
	(2) Administration charge made by carrier	7e(2)	
	(3) Transferred to separate account	7e(3)	
	(4) Other (specify below)	7e(4)	
	▶		
	(5) Total deductions	7e(5)	
f	Balance at the end of the current year (subtract line 7e(5) from line 7d)	7f	

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) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Service Provider 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 <u>TOWER IMAGING, INC. RETIREMENT PLAN AND TRUST</u>	B Three-digit plan number (PN) ▶ <u>004</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>TOWER IMAGING, INC.</u>	D Employer Identification Number (EIN) <u>59-1433551</u>

Part I Service Provider Information (see instructions)

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

MERRILL LYNCH

4 WORLD FINANCIAL CENTER
250 VESEY STREET
NEW YORK, NY 10281

(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?
51	NONE	8799	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

ARIS WEALTH SERVICES

270 WALKER DRIVE, SUITE 300
STATE COLLEGE, PA 16801

(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?
51	NONE	97177	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

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

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

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

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

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

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

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

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

Part I Service Provider Information (continued)

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

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

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

Part III Termination Information on Accountants and Enrolled Actuaries (see instructions)
(complete as many entries as needed)

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE H (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	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 <div style="font-size: 24pt; font-weight: bold;">2012</div> This Form is Open to Public Inspection
--	--	---

For calendar plan year 2012 or fiscal plan year beginning <u>01/01/2012</u> and ending <u>12/31/2012</u>		
A Name of plan <u>TOWER IMAGING, INC. RETIREMENT PLAN AND TRUST</u>	B Three-digit plan number (PN) ►	<u>004</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>TOWER IMAGING, INC.</u>	D Employer Identification Number (EIN) <u>59-1433551</u>	

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)	35893	20237
(3) Other.....	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	2846636	1673895
(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)	52349	94093
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)	5108	4509
(B) Common	1c(4)(B)	2175297	2807231
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)	80927	40504
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)	669412	645060
(9) Value of interest in common/collective trusts.....	1c(9)		
(10) Value of interest in pooled separate accounts.....	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)	16500680	18457806
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		339152
(15) Other	1c(15)	519489	450015

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	22885791	24532502

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 through 1j)	1k	0	0

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	22885791	24532502
---	-----------	----------	----------

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)		
(B) Participants	2a(1)(B)	450976	
(C) Others (including rollovers)	2a(1)(C)		
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		450976
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	729	
(B) U.S. Government securities	2b(1)(B)	0	
(C) Corporate debt instruments	2b(1)(C)	7206	
(D) Loans (other than to participants)	2b(1)(D)	0	
(E) Participant loans	2b(1)(E)	27341	
(F) Other	2b(1)(F)	8953	
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		44229
(2) Dividends: (A) Preferred stock	2b(2)(A)	0	
(B) Common stock	2b(2)(B)	72820	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	605994	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		678814
(3) Rents	2b(3)		0
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	23030	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	0	
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		23030
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)	1501116	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		1501116

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		374203
c Other income.....	2c		
d Total income. Add all income amounts in column (b) and enter total.....	2d		3072368

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	1269421	
(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)		1269421
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions).....	2g		29745
h Interest expense.....	2h		
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)	5750	
(3) Investment advisory and management fees	2i(3)	114045	
(4) Other	2i(4)	6696	
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		126491
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		1425657

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d.....	2k		1646711
l Transfers of assets:			
(1) To this plan.....	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

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

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

(1) ☒ Unqualified (2) ☐ Qualified (3) ☐ Disclaimer (4) ☐ Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)?

☐ Yes ☒ No

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

(1) Name: GARCIA & ORTIZ, P.A.

(2) EIN: 59-3410694

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:

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.).....

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.).....

	Yes	No	Amount
4a		X	
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.)		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.).....		X	
e Was this plan covered by a fidelity bond?.....	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?		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?		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?		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.).....	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.).....		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?.....		X	
l Has the plan failed to provide any benefit when due under the plan?		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.).....		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.			

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 <u>TOWER IMAGING, INC. RETIREMENT PLAN AND TRUST</u>	B Three-digit plan number (PN) ▶ <u>004</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>TOWER IMAGING, INC.</u>	D Employer Identification Number (EIN) <u>59-1433551</u>

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): _____ 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 <u>44</u>

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

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)?.....	☐ Yes	☐ No	☐ N/A
If the plan is a defined benefit plan, go to line 8.			
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month _____ Day _____ Year _____ If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.			
6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived)	6a		
b Enter the amount contributed by the employer to the plan for this plan year	6b		
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount).....	6c		
If you completed line 6c, skip lines 8 and 9.			
7 Will the minimum funding amount reported on line 6c be met by the funding deadline?	☐ Yes	☐ No	☐ N/A
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change?.....	☐ Yes	☐ No	☐ N/A

Part III	Amendments
-----------------	-------------------

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

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

10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?.....	☐ Yes	☐ No
11 a Does the ESOP hold any preferred stock?	☐ Yes	☐ No
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.).....	☐ Yes	☐ No
12 Does the ESOP hold any stock that is not readily tradable on an established securities market?	☐ Yes	☐ No

For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500.

Schedule R (Form 5500) 2012
v. 120126

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):

TOWER IMAGING, INC. RETIREMENT PLAN AND TRUST

FINANCIAL STATEMENTS

DECEMBER 31, 2012 AND 2011

TOWER IMAGING, INC. RETIREMENT PLAN AND TRUST
FINANCIAL STATEMENTS
DECEMBER 31, 2012 AND 2011

CONTENTS

INDEPENDENT AUDITORS' REPORT	1 - 2
FINANCIAL STATEMENTS	
Statements of Net Assets Available for Benefits	3
Statement of Changes in Net Assets Available for Benefits	4
Notes to Financial Statements	5 - 8
SUPPLEMENTAL SCHEDULE	
Schedule of Assets Held for Investment at End of Year	9 - 21



**GARCIA &
ORTIZ, P.A.**

**CERTIFIED PUBLIC ACCOUNTANTS
AND CONSULTANTS**

*Since 1971
Over
40
YEARS OF
EXCELLENT SERVICE*

Principals

J. Edward Del Rio, CPA
Luis Garcia, CPA, MBA
Clayton C. Kreis, CPA/PFS
C. Burt Linthicum, CPA
Louis P. Ortiz, CPA/ABV, CBA, CFP®
Suzanne M. Reiber, CPA/ABV, CVA
Stephen H. Tondreaull,
CPA/ABV, CBA, CVA
James P. Waters, CPA

Dean A. Bruns, CPA, CFP®
Erin D. Connors, CPA, CVA
Julie H. DeIVecchio
Jeremy C. Hill, CPA, MBA
Robyn S. Hitchens, CPA
Robert F. Huber, CPA
Rose G. Kreis, CPA
William J. Metz, CPA
Leila J. Papp, Esq.
Deborah L. Simmons, CPA
Marianne O. Touger, CPA
David P. Wenzel, CPA

Frank J. Valdes, CPA, CFE
(1935 - 2003)

888 Executive Center Dr. W.,
Suite 101
St. Petersburg, FL 33702

St. Petersburg: (727) 576-1245
Tampa: (813) 228-9709
Fax: (727) 578-4072

Mailing Address:
P. O. Box 20929
St. Petersburg, FL 33742

Visit our Website:
www.garciaortiz.com

INDEPENDENT AUDITORS' REPORT

To the Plan Administrator and Trustees
Tower Imaging, Inc. Retirement Plan and Trust

Report on the Financial Statements

We have audited the accompanying financial statements of Tower Imaging, Inc. Retirement Plan and Trust, which comprise the statements of net assets available for benefits as of December 31, 2012 and 2011, and the related statement of changes in net assets available for benefits for the year ended December 31, 2012, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of 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 audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.



**GARCIA &
ORTIZ, P.A.**

CERTIFIED PUBLIC ACCOUNTANTS
AND CONSULTANTS



Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Plan as of December 31, 2012 and 2011, and the changes in net assets available for benefits for the year ended December 31, 2012, in accordance with accounting principles generally accepted in the United States of America.

Report on Supplementary Information

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

DRAFT

St. Petersburg, Florida
October 11, 2013

888 Executive Center Dr. W.,
Suite 101
St. Petersburg, FL 33702

St. Petersburg: (727) 576-1245
Tampa: (813) 228-9709
Fax: (727) 578-4072

Mailing Address:
P. O. Box 20929
St. Petersburg, FL 33742

Visit our Website:
www.garciaortiz.com

TOWER IMAGING, INC. RETIREMENT PLAN AND TRUST
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
DECEMBER 31, 2012 AND 2011

	<u>2012</u>	<u>2011</u>
<u>ASSETS</u>		
Investments, at fair value	<u>23,867,204</u>	<u>22,180,486</u>
Receivables:		
Employer contributions		-
Participant contributions	20,237	35,893
Notes receivable from participants	<u>645,061</u>	<u>669,412</u>
Total receivables	<u>665,298</u>	<u>705,305</u>
Total assets	24,532,502	22,885,791
 <u>LIABILITIES AND NET ASSETS</u>		
Liabilities	<u>-</u>	<u>-</u>
Net assets available for benefits	<u><u>\$24,532,502</u></u>	<u><u>\$22,885,791</u></u>

See Notes to Financial Statements.

TOWER IMAGING, INC. RETIREMENT PLAN AND TRUST
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
YEAR ENDED DECEMBER 31, 2012

Additions to net assets attributed to:

Investment income:

Net appreciation value of investments	\$ 1,898,349
Dividends	678,814
Loan interest	27,341
Other interest	<u>16,888</u>

2,621,392

Participant contributions	<u>450,976</u>
---------------------------	----------------

Total additions	<u>3,072,368</u>
-----------------	------------------

Deductions from net assets attributed to:

Benefits paid to participants	1,299,166
Administrative expenses	<u>126,491</u>

Total deductions	<u>1,425,657</u>
------------------	------------------

Net increase	1,646,711
--------------	-----------

Net assets available for benefits:

Beginning of year	<u>22,885,791</u>
-------------------	-------------------

End of year	<u><u>\$24,532,502</u></u>
-------------	----------------------------

See Notes to Financial Statements.

TOWER IMAGING, INC. RETIREMENT PLAN AND TRUST
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2012 AND 2011

Note 1 - Description of Plan

The following brief description of the Tower Imaging, Inc. Retirement Plan and Trust (the Plan) is provided for general information purposes only. Participants should refer to the Plan documents for more complete information.

General: The Plan is a defined contribution plan covering all employees of Tower Imaging, Inc. and companies related through common ownership who have one year of service and are age 21 or older.

Contributions: Each year, participants may contribute up to 75% of annual compensation up to certain limits provided by law. Participants may also contribute amounts representing distributions from other qualified plans (rollover).

Each year, the Company may make discretionary contributions for multiple groups established under the Plan. Contributions for each group are allocated in the same ratio that each participant's compensation for the Plan year bears to the total compensation of all participants in the group during the Plan year, up to certain limits provided by law. To be eligible for employer contributions, a participant must be employed on the last day of the Plan year. There were no employer contributions for 2012.

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

Vesting: Participants are immediately vested in their contributions and employer contributions, plus actual earnings thereon.

Notes receivable from participants: Participants may apply for loans from the Plan in accordance with a written administrative policy. The amount of such loan shall not exceed the lesser of one-half of the participant's vested account balance or \$50,000, reduced by the highest outstanding loan balance in the participant's account during the prior year. Loan terms are up to five years, or up to 15 years for the purchase of a primary residence. The loans are secured by the balance in the participant's account and bear interest at prevailing rates at the time of application, as determined by the Plan Administrator. Principal and interest are paid ratably through payroll deductions. Interest rates on loans ranged from 4.25% to 9.25%.

Payment of benefits: A participant with a vested account balance of \$5,000 or less receives his/her account balance in a lump sum distribution immediately upon retirement or termination of employment. A participant with a vested account balance greater than \$5,000 may elect to receive his/her account balance upon termination, disability, attainment of age 59½ or normal retirement age. However, participants may elect to defer the commencement of benefits until a later date, which may be no later than April 1 of the year following the year in which the participant attains age 70½. If a participant dies, a death benefit equal to his/her account balance is paid to the participant's beneficiary. The alternative forms of benefit payments are a joint and survivor annuity, single life annuity, lump sum, equal installments or a combination these forms of benefits.

Forfeitures: Forfeitures of terminated participants' non-vested accounts, if any, may be used to reduce Company contributions. At December 31, 2012, there are no forfeitures available.

TOWER IMAGING, INC. RETIREMENT PLAN AND TRUST
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2012 AND 2011

Note 2 - Summary of Accounting Policies

Basis of accounting: The financial statements of the Plan are prepared on the accrual method of accounting.

Investment valuation and income recognition: Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Corporate bonds, common stocks, preferred stocks and real estate investment trusts are valued at the closing price reported on the active market on which the individual securities are traded. Mutual funds are valued at the quoted net asset value of shares held by the plan at year end.

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

Notes receivable from participants: Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. No allowance for credit losses has been recorded as of December 31, 2012 or 2011. If a participant ceases to make loan repayments and the plan administrator deems the participant loan to be in default, the participant loan balance is reduced and a benefit payment is recorded.

Payment of benefits: Benefits are recorded when paid.

Administrative expenses: The Company absorbs certain costs of maintaining the Plan and such costs are excluded from these financial statements. Third-party administrator, investment management and brokerage fees are paid from Plan assets.

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.

Note 3 - Fair Value Measurements

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

Level 1 - Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets, quoted prices for similar assets or liabilities in active markets and quoted prices for identical or similar assets or liabilities in inactive markets.

Level 2 - Inputs other than quoted prices that are observable for the asset or liability, or inputs that are derived principally from or corroborated by observable market data by correlation or other means.

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

TOWER IMAGING, INC. RETIREMENT PLAN AND TRUST
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2012 AND 2011

Note 4 - Investments

The following table presents the values of the Plan's investments, all of which are participant-directed, as of December 31, 2012 and 2011. Investments that represent 5% or more of the Plan's net assets are separately identified.

	<u>2012</u>	<u>2011</u>
Investments at fair value as determined by Level 1 inputs:		
Fidelity Spartan Money Market	\$ 510,462	\$ 1,160,164
Other cash and money market funds	1,163,433	1,686,472
Corporate bonds	94,093	52,349
PIMCO Total Return Admin	1,429,101	1,229,866
PIMCO Total Return Institutional	1,251,637	1,351,610
Other mutual funds	15,777,068	13,919,204
Common stocks	2,807,231	2,175,297
Preferred stocks	4,509	5,108
Real estate investment trusts	<u>40,504</u>	<u>80,927</u>
	23 078 038	21,660,997
Investments at fair value as determined by Level 2 inputs		
Variable annuities	339,151	-
Investments at fair value as determined by Level 3 inputs:		
Cash surrender value of life insurance	<u>450,015</u>	<u>519,489</u>
	<u>\$23,867,204</u>	<u>\$22,180,486</u>

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

Investments at fair value as determined by Level 1 inputs:	
Corporate bonds	\$ (271)
Mutual funds	1,646,550
Common stocks	198,259
Preferred stocks	1,022
Real estate investment trusts	<u>5,483</u>
	1,851,043
Investments at fair value as determined by Level 2 inputs:	
Variable annuities	20,356
Investments at fair value as determined by Level 3 inputs:	
Cash surrender value of life insurance	<u>26,950</u>
	<u>\$ 1,898,349</u>

TOWER IMAGING, INC. RETIREMENT PLAN AND TRUST
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2012 AND 2011

Note 5 - Related Party Transactions

Transactions with the Plan's third-party administrator, investment advisors and brokerage firms qualify as party-in-interest transactions. Fees paid by the Plan to these service providers totaled \$126,491 for 2012.

Note 6 - Plan Termination

Although it has not expressed any intent to do so, the Company reserves the right to terminate the Plan at any time, subject to Plan provisions. Upon termination of the Plan, the interest of each participant in the trust fund will become 100% vested and will be distributed to such participant or his or her beneficiary at the time prescribed by the Plan and the Internal Revenue Code.

Note 7 - Income Tax Status

The Internal Revenue Service has determined and informed the Plan by a letter dated July 29, 2003 that the Plan and related trust are designed in accordance with applicable sections of the Internal Revenue Code. The Plan administrator believes that the Plan is designed and is currently being operated in compliance with the applicable requirements of the Internal Revenue Code.

Note 8 - Risks and Uncertainties

Investment securities held by the Plan 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 financial statements.

Note 9 - Subsequent Events

Management has evaluated subsequent events through October 11, 2013, the date that the financial statements were available to be issued.

SUPPLEMENTAL SCHEDULE

Tower Imaging, Inc. Retirement Plan and Trust
EIN: 59-1433551
Schedule H 4i - Assets Held for Investment At End of Year
December 31, 2012

<u>(b) Issue</u>	<u>(c) Description of Investment</u>	<u>(d) Cost</u>	<u>(e) Current Value</u>
ANNUITIES - NO MATURITY			
12/31/2012 MetLife USA Variable Annuity #3200532941		100,000.00	107,068.89
12/31/2012 MetLife USA Variable Annuity #3205591637		200,000.00	211,881.98
		300,000.00	318,950.87
VARIABLE LIFE - DOMESTIC EQUITY			
Missing Industry Group			
12/1/2012 NW Nvit Cardinal Capapp II		20,000.00	20,200.27
		20,000.00	20,200.27
CASH AND EQUIVALENTS			
Bif Money Fund		2.00	2.00
Citibank Account		16,501.27	16,501.27
Dreyfus Liquid Assets		7,843.60	7,843.60
Federated Automated Cash Management		65,694.60	65,694.60
Fidelity Cash		(275.71)	(275.71)
Fidelity Cash Reserves		109,412.03	109,412.03
Fidelity Spartan Money Market		510,461.81	510,461.81
Merrill Lynch Cash		0.65	0.65
Merrill Lynch Institutional Fund		362,598.00	362,598.00
Morgan Stanley Bank		122,855.05	122,855.05
Morgan Stanley Cash		270.18	270.18
Raymond James Bank Dep Pgm		19,392.41	19,392.41
Schwab Money Fund		439,556.60	439,556.60
Scottrade Cash		19,625.00	19,625.00
Smith Barney Cash		82.09	82.09
Transit Cash Account		(124.95)	(124.95)
		1,673,894.63	1,673,894.63
CORPORATE BONDS			
12/6/2011 Wells Fargo Bk N A		30,000.00	27,791.94
0.000% Due 12-21-18			
Accrued Interest			-
Brokerage CD's			
7/21/2009 HSBC Bk USA N A Mc Lean VA		10,000.00	11,411.50
0.000% Due 07-31-15			
9/7/2010 Contingent Income CD Basket of Commod. Due 9/26/2016 by JPM		10,000.00	9,835.00
0.000% Due 09-26-16			
Corp Bonds			
10/22/2008 Bottling Group Inc		5,152.90	5,376.42
6.950% Due 03-15-14			
3/20/2008 Morgan Stanley		9,412.90	10,354.75
4.750% Due 04-01-14			
10/14/2008 General Electric Cap Corp		9,502.99	10,675.09
5.500% Due 06-04-14			

10/14/2008 Wal Mart Stores 4.500% Due 07-01-15	4,653.80	5,475.94
2/21/2012 Goldman Sachs Group Inc Due 02-07-16	5,001.30	5,292.62
2/7/2012 Bank Of America NA 5.300% Due 03-15-17	5,132.03	5,623.55
Accrued Interest		2,256.19

88,855.92	94,093.00
------------------	------------------

COMMON STOCK - DOMESTIC EQUITY

Building		
9/14/2012 SPDR S&P Homebuilders	19,309.93	19,950.00
Information Services		
8/19/2008 Google Inc Cl A	9,896.58	13,440.22
Entertainment		
1/13/2009 Time Warner Cable Inc Com	6,988.28	8,163.96
Industrials		
2/17/2012 Hexcel Corp New Com	7,931.00	8,303.68
Petro,Chemicals,Coal		
7/1/2011 Marathon Pete Corp Com	13,240.50	23,307.23
Transportation		
7/25/2012 JB Hunt Transport Services	7,779.22	8,657.95
Income		
12/10/2012 Wisdomtree Tree China Divid Ex	5,369.65	5,553.00
Food & Agriculture		
5/14/2012 Kraft Foods Group Inc Com	3,850.48	2,819.14
Large Cap Blend		
10/26/2009 Spider Trust UT Ser 1	10,244.35	12,959.31
Large Cap Value		
8/5/2011 Spdr Series Trust S&P Div ETF	7,832.42	9,015.27
1/24/2012 Wisdomtree Trust Emrg Mkt Hgh Yd	10,816.72	11,438.00
Emerging Markets: General		
1/5/2010 Vanguard Intl Eqty Idx Emr Mkt Etf	12,632.87	13,047.29
Index		
5/19/2010 iShares TR S&P 500 Index	12,013.62	15,081.37
Real Estate		
7/13/2010 Vanguard Index Fds Reit Etf	5,446.99	6,777.40
Precious Metals		
12/16/2008 Spdr Gold Tr Gold Shs	109,819.25	117,464.50
Utilities		
5/30/2012 Duke Energy Corp New Com	1,189.71	2,360.59
10/6/2009 PG&E Corp	971.08	924.14
6/28/2010 PP&L Res PA	829.70	916.16

7/15/2011 Southern Co	1,925.99	2,012.07
Energy		
6/28/2010 Anadarko Petroleum	1,628.61	2,154.99
6/4/2010 Apache	1,645.14	1,256.00
8/21/2008 ChevronTexaco	8,392.67	10,273.30
11/18/2010 Devon Energy Corp New	1,156.94	832.64
3/19/2008 Exxon Mobil Corporation	23,391.56	25,012.95
6/1/2012 Kinder Morgan Inc	-	1,695.84
9/29/2009 Marathon Oil Corp	1,358.25	1,287.72
1/30/2012 National Oilwell Varco Com	13,289.71	12,042.51
8/13/2010 Nextera Energy Inc Com	817.64	1,037.85
2/9/2012 Occidental Petroleum	2,340.63	1,915.25
8/23/2012 Oceaneering International	6,625.61	6,454.80
3/1/2012 Oil Sts Intl Inc Com	8,727.31	7,511.70
12/18/2012 Peabody Energy Corp Com	2,356.97	2,261.85
8/21/2008 Progress Energy Inc	937.72	-
8/21/2008 Schlumberger Ltd	32,314.64	28,204.69
1/12/2010 Spdr S&P Oil & Gas Expl	14,891.96	14,872.00
11/2/2009 Suncor Energy Inc	1,292.61	1,220.26
4/6/2010 Valero Energy Corp	598.94	1,057.72
Finance		
5/27/2011 American Express	7,527.01	8,679.48
10/10/2012 American Intl Group	4,674.41	4,659.60
12/2/2010 Bank of America Corp	41,983.12	59,501.25
2/20/2009 Berkshire Hathaway	13,911.50	17,940.00
11/13/2012 Blackrock Inc Com	4,602.36	4,961.04
4/16/2009 Capital One Finl Corp	8,661.30	11,701.86
8/19/2010 CIGNA	1,047.17	1,550.34
1/29/2010 Citigroup Inc Com New	20,207.84	23,142.60
7/26/2011 Duff & Phelps	5,000.00	4,217.50
9/26/2008 Goldman Sachs Group	9,497.72	10,204.80
8/21/2008 J P Morgan Chase & Co	45,812.51	50,652.29
10/16/2009 Market Vectors ETF Tr Gold Miner ETF	7,277.75	6,958.50
9/20/2011 Mastercard Inc Cl A	5,889.66	8,351.76
6/22/2009 Metlife Inc	1,080.89	1,054.08
3/24/2009 Morgan Stanley Group	1,357.83	1,108.96
8/21/2008 PNC Financial Services Group	2,110.32	1,749.30
2/17/2012 Price T Rowe Group Inc	8,634.73	8,986.15
12/22/2010 Prudential Financial Inc	2,351.34	2,133.20
10/7/2009 Regions Financial Corp	11,507.99	17,097.74
3/9/2012 Schwab Charles Cp New Com	4,406.70	4,580.84
2/17/2012 Signature Bk New York Com	7,016.28	8,418.12
7/7/2009 SunTrust Banks	2,135.08	3,033.45
8/21/2008 Wells Fargo & Co New	5,809.02	7,143.62
10/21/2008 Zions Bancorporation	803.74	877.40
Financial		
9/7/2012 Ata Group LtdSonsored Adr	2,195.62	2,279.21
Industrial Cyclical		
1/12/2010 Boeing	32,262.77	33,605.14
8/21/2008 Caterpillar	915.80	1,612.96
12/9/2009 Cleveland Cliffs Inc	864.76	771.40
7/30/2009 Dow Chemical	1,946.15	2,618.65
2/17/2012 FMC Corp	8,695.80	10,533.60
7/5/2012 Freeport McMoran Copper & Gold B	9,476.53	8,515.80
8/21/2008 General Electric	33,034.08	40,174.86

5/8/2009 Halliburton	10,135.19	10,649.83
9/28/2010 Intl Paper	1,126.42	2,151.36
11/23/2009 Precision Castparts Corp	3,841.57	5,872.02
2/17/2012 Sigma-Aldrich Corp	7,699.72	7,873.06
2/17/2012 Southern Copper Corp	-	-
8/19/2008 United Technologies	9,330.86	10,497.28
2/1/2010 USX-US Steel Group	1,219.74	667.80
9/30/2011 Waste Management Inc (new)	47,179.45	103,075.70
Consumer Durables		
2/17/2012 Church & Dwight Co Inc	8,794.08	9,964.02
12/27/2010 Corning	1,604.39	1,060.08
2/17/2012 Donaldson Inc	9,213.60	7,881.60
8/21/2008 Eaton Corp Plc Com Usd 0.50	907.67	1,462.86
5/15/2009 Ford Mtr Co DEL	1,106.45	1,774.15
10/26/2011 General Mtrs	11,110.28	13,261.80
3/9/2012 Under Armour Inc Cl A	17,600.00	19,412.00
2/17/2012 VF Corp	7,499.55	7,699.47
2/6/2008 Watsco Inc	36,840.86	74,900.00
Consumer Goods		
2/28/2011 Monsanto Co New	10,035.50	14,197.50
3/10/2011 Philip Morris Intl Inc Com	90,317.55	104,131.80
Consumer Staples		
12/10/2009 Archer Daniels Midland	1,590.04	1,479.06
8/17/2010 Colgate Palmolive	1,319.21	1,777.18
2/17/2012 Hain Celestial Group	7,687.19	10,464.46
10/11/2012 Jarden Corp Com	8,155.17	7,755.00
8/21/2008 Kroger	976.93	1,066.82
2/1/2010 Pepsico	7,387.39	7,458.87
7/29/2009 Procter & Gamble	58,742.71	72,506.52
11/16/2012 Schein Henry Inc	7,847.80	8,042.00
5/8/2012 Starbucks Corp	16,413.22	16,210.51
Services		
8/21/2008 AT&T Inc Com	8,696.26	10,315.26
12/1/2008 Carnival Corp Paired	2,543.47	3,198.99
10/15/2009 Comcast Corp A	8,918.21	10,983.84
8/21/2008 Hertz Global Holdings Inc	1,169.49	2,603.20
12/23/2009 HSN Inc Com	585.33	1,542.24
9/17/2009 Las Vegas Sands Corp Com	6,369.71	8,724.24
3/20/2009 Marriott Intl Inc	305.61	745.40
8/1/2012 Marsh & McLennan	4,505.55	4,618.98
7/26/2011 NEWS CORP A	10,622.56	14,999.88
4/1/2012 Nu Skin Enterprises Inc Cl A	5,935.27	3,755.87
5/18/2009 Omnicom Group	634.34	749.40
2/17/2012 Panera Bread Company	31,785.11	31,766.00
10/28/2011 Travelers Companies Com	1,375.55	1,723.68
8/19/2008 Union Pacific	4,132.35	8,926.12
5/6/2009 Verizon Communications	23,410.76	26,091.81
4/11/2012 Wabtec Corp Com	8,237.91	9,629.40
8/19/2008 Walt Disney	15,391.30	19,517.68
3/7/2012 Yum! Brands Inc	29,969.77	28,497.30
Retail		
9/24/2010 Amazon.Com Inc	7,093.44	8,278.71
2/17/2012 Buckle Inc	7,496.44	7,320.96
6/7/2011 CVS/Caremark Corp	14,909.37	18,421.35

5/31/2012 Ebay Inc	9,547.28	12,137.52
10/4/2012 Family Dollar Stores	8,306.96	7,609.20
2/17/2012 Fossil	8,746.06	6,889.40
2/17/2012 Grainger WW	11,070.64	10,725.61
10/21/2011 Home Depot	9,137.71	14,967.70
11/27/2012 Lowes	4,573.77	4,653.12
2/17/2012 O Reilly Automotive	6,764.00	7,153.60
6/6/2012 Petsmart	7,883.21	8,200.80
2/17/2012 Ross Stores	7,515.35	7,843.05
10/21/2008 Target Corp	7,555.16	7,514.59
1/30/2012 Whole Foods Mkt Inc	8,445.77	9,268.58
Health		
3/26/2012 Biogen Idec	10,371.16	11,855.97
9/1/2011 Bristol-Myers Squibb	14,102.03	14,241.83
4/23/2009 Express Scripts Hltd Co Com	8,635.05	10,098.00
12/8/2011 Gilead Sciences Inc	9,949.95	14,910.35
2/17/2012 Health Management Systems	8,331.12	6,531.84
2/17/2012 Idexx Lab Inc	8,229.57	8,630.40
8/6/2009 Johnson & Johnson	13,559.93	15,421.02
6/1/2012 Lilly Eli & Co	1,168.69	1,380.96
2/11/2011 McKesson HBOC Inc	1,216.67	1,454.40
8/20/2012 Medtronic	1,871.98	1,845.90
8/7/2009 Merck & Co	4,756.48	5,199.38
2/17/2012 Mylan Labs	7,728.60	9,058.50
3/19/2008 Pfizer	19,977.68	24,426.95
3/2/2009 United Health Group Inc	1,052.33	2,169.60
7/19/2012 United Therapeutics Corp	8,009.10	8,013.00
1/18/2012 Vanguard World Fds Health Care ETF	6,314.00	7,167.00
Basic Materials		
2/22/2012 Cheniere Energy Partners L P Com	5,194.80	5,315.00
ETF		
5/19/2009 Ishares Msci Bric Index Fund	5,820.50	6,126.00
10/16/2009 Proshares Tr Pshs Ultsh 20 Yrs	13,860.00	4,758.75
10/10/2008 Vanguard Dividend Appreciation	22,803.84	29,785.00
11/13/2008 Wisdomtree Trust Midcap Divi Fd	5,830.50	8,610.90
Technology		
8/19/2008 American Tower Reit Com	4,681.82	8,113.35
2/17/2012 Ansys Inc	8,760.15	9,090.90
3/19/2008 Apple Computer	288,356.77	363,566.65
9/27/2012 Broadcom Corp A	947.70	896.67
2/17/2012 CACI Intl A	8,170.98	7,594.14
2/17/2012 Check Point Software ORD	1,663.45	1,381.56
11/17/2011 Cisco Systems	2,489.65	2,593.67
4/13/2012 csusspokg	1,000.00	918.50
3/19/2010 EMC Corp Mass	9,971.07	9,715.20
8/5/2009 Emerson Elec	1,760.59	1,853.60
9/27/2012 FEI CO COM	8,652.38	8,875.20
1/24/2011 Hewlett-Packard Company New	1,658.44	726.75
10/4/2012 Hubbell Inc B	8,686.85	8,886.15
8/19/2008 IBM	25,603.15	27,069.16
4/6/2009 Intel	1,290.35	1,216.58
8/27/2012 Jack Henry & Assoc Inc	6,677.57	7,066.80
2/17/2012 Mercadolibre Inc Com	1,654.32	1,413.90
2/17/2012 Micros Sys Inc	7,852.50	6,366.00
3/19/2008 Microsoft	3,901.61	3,712.69

5/25/2011 Mosaic Company	-	566.30
12/12/2012 Netapp Inc Com	4,641.56	4,629.90
2/17/2012 Netgear Inc Com	7,898.22	7,807.14
9/13/2010 Oracle Systems	552.00	766.36
1/10/2011 Qualcomm	20,621.56	22,084.02
2/17/2012 Skyworks Solutions Inc	7,383.42	6,029.10
2/17/2012 Teradata Corp Del Com	8,642.94	8,540.82
12/13/2010 Texas Instruments	1,917.36	1,760.73
7/12/2012 Vmware Inc Cl A Com	4,096.50	4,707.00
Other		
2/17/2012 Core Laboratories N V	9,013.20	8,088.94
8/21/2008 Hess Corp Com	1,465.81	1,112.16
2/4/2010 Hyatt Hotels Corporation Com Class A	799.05	964.25
3/19/2008 IShares Comex Gold Tr	15,197.21	22,188.28
2/17/2012 Kddi Corp Adr	1,172.88	1,267.78
5/3/2012 Lincoln Elec Hldgs Com	9,943.54	9,979.40
Missing Industry Group		
10/8/2012 Homeowners Choice Inc.	13,162.50	10,505.91
12/8/2010 Mv Oil Tr Tr Unit	118,191.65	83,658.96
12/8/2010 Stonemor Partners Lp	105,347.38	77,300.13
12/5/2012 Tibco Software Inc	5,720.16	6,374.20
	2,260,199.55	2,559,154.68
EQUITY UNIT		
12/8/2010 Senior Housing Properties	118,780.39	123,731.76
CLOSED END MUTUAL FUNDS - DOMESTIC FIXED		
Government (5-10)		
2/4/2011 IShares TR TIPS Bond 5-10 Year	4,294.49	4,856.40
MUTUAL FUNDS - DOMESTIC FIXED		
Large Value Stocks		
11/12/2010 Federated Strategic Value Dividend Fund	198,585.85	218,021.89
Arbitrage		
1/12/2012 AQR Diversified Arbitrage	6,080.18	6,109.44
Government - Intermediate Term		
1/6/2012 Loomis Sayles Fds II Invt Grd Bd Y	18,659.32	19,367.09
Intermediate Term Bond		
2/14/2002 Fidelity US Bond Index	411,195.20	432,839.14
12/19/2001 PIMCO Total Return Admin	1,390,069.81	1,429,101.07
10/26/2009 PIMCO Total Return Fd P	12,374.52	12,747.45
5/6/2003 PIMCO Total Return Institutional	1,215,806.77	1,251,636.83
7/27/2012 Vanguard Fxd Inc Secs Intrm Invgrdad	154,369.74	153,976.19
Emerging Bond		
6/14/2012 Goldman Sachs Emeg Mkts Debt	6,798.67	7,176.97
2/28/2012 PIMCO Fds Emerging Lc Bond Cl P	7,879.99	7,894.37
Asset Allocation		
1/12/2012 Fidelity Strategic Real Return	6,203.91	6,352.39

World Bond		
3/3/2010 Eaton Vance Strategic Income Fund Class	222,815.02	224,505.76
3/3/2010 Principal Global Diversified Income Fund	290,375.37	320,725.90
Unconstrained Bond		
1/12/2012 BlackRock Strategic Income Opportunities	8,233.96	8,593.67
1/12/2012 JP Morgan Strategic Income Opportunities	46,550.41	46,951.68
1/12/2012 PIMCO Unconstrained Bond	15,829.93	16,543.58
Market Neutral		
1/12/2012 JP Morgan Research Market Neutral	8,000.00	8,138.98
Managed Futures		
7/30/2010 AQR Managed Futures Strategy	270,486.32	269,685.60
Mid Cap		
5/7/2008 Franklin Invs Secs Tr Conv Secs CI C	11,717.10	11,910.80
Government(5-10)		
3/31/2011 Dodge & Cox Income	21,388.14	22,313.41
5/27/2003 Vanguard Inflation-Protected	70,854.20	81,715.57
Corporate(5-10)		
8/22/2008 Loomis Sayles Strategic Income C	300,320.55	355,639.95
Corporate(10+)		
7/27/2012 Loomis Sayles Bond Inst Shares	154,647.47	160,269.99
High-Yield		
6/18/2007 Hartford Floating Rate	223,447.61	238,055.49
4/16/2009 Mainstay High Yield Opportunities	29,395.23	35,051.52
8/22/2008 Pioneer High Yield C	74,381.99	81,232.34
2/4/2011 Wells Fargo Advantage High Income Inv	4,733.45	4,884.07
Balanced/Asset Allocation		
8/12/2011 Franklin Income C	17,479.42	19,284.61
Convertible Bonds		
2/23/2009 Calamos Convertible C	10,973.97	11,520.53
Missing Industry Group		
3/20/2008 Oppenheimer Senior Floating Rate Fund CI C	18,209.88	18,556.11
	<u>5,227,864.00</u>	<u>5,480,802.39</u>

MUTUAL FUNDS - INTERNATIONAL EQUITY

Emerging Equity		
4/17/2009 Lazard Emerging Markets	70,611.24	82,217.12
9/21/2012 Lazard Emerging Markets Equity Blend	34,551.63	35,400.65
1/6/2012 Oppenheimer Developing Markets	11,264.03	13,436.72
Income		
2/23/2009 Lord Abbett Flt Rt C	166,274.34	168,617.85
International Equity		
11/10/2010 American Funds EuroPacific Growth	65,114.89	63,664.97
2/28/2002 Fidelity Diversified International	718,326.78	772,894.06

Foreign Stock		
1/12/2010 Transamerica Taidemulmont C	76,904.53	81,771.11
Large Cap Blend		
3/20/2008 Henderson Global Fds Intl Opport C	27,624.99	26,558.87
3/20/2008 MFS Ser Tr X Intl Divers C	61,010.21	64,777.13
1/6/2012 Thornburg Invt Tr Global Value I	180.98	12,865.53
Large Cap Growth		
1/6/2012 Artisan Fds Inc Arti Op Va Inv	6,443.34	7,140.26
World		
2/17/2012 Smallcap World A	908.29	953.97
Foreign		
2/17/2012 Euro Pacific Growth A	1,332.78	1,401.48
9/19/2012 Fidelity Instl Tr Spr Intl Indx	4,303.36	4,363.16
Emerging Markets: General		
3/20/2008 Delaware Emerging Mkts C	18,304.90	18,075.07
3/20/2008 Templeton Developing Mkts I	10,884.08	10,647.02
Global Equity		
9/26/2008 American Funds Capital World Growth & Inc.	6,865.79	9,220.54
3/14/2008 American Funds New Perspective	887,841.43	1,084,685.55
4/16/2009 Templeton World	529,629.24	612,484.91
	2,698,376.83	3,071,175.97

MUTUAL FUNDS - INTERNATIONAL FIXED

Currency		
9/15/2008 Eaton Vance Global Macro Absolute Return	298,336.99	290,858.99
1/12/2012 Franklin Templeton Hard Currency	6,000.38	6,159.00
World Bond		
1/6/2012 Wells Fargo Advantage Intl Bd Admin	15,749.55	16,294.09
Global Fixed Income		
3/14/2008 AllianceBernstein Global Bond	224,544.79	243,475.71
2/28/2012 Templeton Global Bond	12,607.98	12,712.81
6/18/2007 Templeton Global Bond	389,472.45	409,684.91
Int'l Fixed Income		
8/22/2008 Oppenheimer Intl Bd Fd Cl C	259,955.43	278,895.83
9/2/2009 Templeton Glob Bond II	226,665.49	234,972.57
	1,433,333.06	1,493,053.91

COMMON STOCK - INTERNATIONAL EQUITY

Consumer Discretionary		
12/7/2012 Compass Group PLC Spons ADR	1,133.35	1,150.08
2/17/2012 Kingfisher PLC Spons ADR	2,690.10	2,816.98
2/17/2012 Toyota Motor ADR	2,667.52	2,984.00
Information Services		
2/17/2012 Publicis Groupe ADR	1,871.97	2,058.17

Apparel		
10/22/2012 Burberry Group plc	972.80	996.43
Industrials		
2/17/2012 Embraer S A-Brl	2,516.40	2,394.84
2/17/2012 Industrial & Coml Bk China-Cny Spons ADR	1,980.75	1,972.69
2/17/2012 Siemens AG Spons ADR	1,644.46	1,860.99
Computer		
2/17/2012 Tencent Hldgs Ltd-Hkd	1,934.96	2,441.54
Food & Agriculture		
5/14/2012 Mondelez Intl Inc Cl A	7,122.67	4,759.71
Natural Resources		
8/9/2012 Petroleo Brasileiro SA Sponsored ADR	4,984.87	4,458.63
12/14/2012 Tullow Oil Plc ADR	1,128.17	1,188.88
Foreign		
2/17/2012 Hong Kong Exchanges And Clearing LTD	1,632.99	1,480.52
Utilities		
3/12/2012 Michelin Compagnie Gen ADR	1,312.88	1,717.81
Energy		
2/17/2012 Cnooc Ltd Spons ADR	2,095.56	1,980.00
10/3/2011 Ensco Plc Shs Class A	3,835.50	5,038.80
2/17/2012 Fanuc Ltd Japan-Jpy	2,234.80	2,270.84
Finance		
2/17/2012 BG Group Plc ADR Fin Inst N	1,955.48	1,366.01
10/26/2012 Deutsche Bank AG Spons ADR	1,129.48	1,151.54
2/28/2012 HSBC Holdings PLC	2,021.05	2,335.08
2/17/2012 Itau Unibanco Hldg Sa Spon ADR	2,984.49	2,370.24
2/17/2012 Mitsubishi UFJ Fnl Gb Sponsored ADR	1,651.86	1,745.24
12/14/2012 Royal Bk Scotland Grp Sp ADR	1,109.66	1,197.69
2/17/2012 Turkiye Garanti Bankasi A S Sponsored ADR	913.32	1,224.49
Financial		
2/17/2012 Sberbank Russia Sponsored ADR	1,248.00	1,168.32
Industrial Cyclical		
2/17/2012 Potash Corp Sask Inc	2,121.06	1,871.71
Consumer Durables		
2/17/2012	1,714.52	1,965.02
Consumer Goods		
2/17/2012 Assa Abloy Ab-Sek	1,893.12	2,389.63
2/17/2012 Li & Fund LTD-HKD	1,813.65	1,468.44
2/17/2012 LVMH Moet Hen L Vuittn ADR	3,003.00	3,330.46
Consumer Staples		
6/1/2012 Accenture PCL Ireland	1,282.32	1,463.00
2/17/2012 Nestle SA Spons ADR	2,073.66	2,213.81
8/21/2008 Teva Pharmaceutical Indus ADR	3,575.60	2,949.86
Services		
2/17/2012 Canadian Natl Railway Co	1,921.00	2,275.25

2/17/2012 Flsmidth & Co A/S Unspn ADR	1,408.68	1,052.29
2/17/2012 Walmart De Mexico Spon ADR	1,325.69	1,396.69
Health		
2/17/2012 Fresenius Med Care A G Spons ADR	2,511.95	2,401.00
2/17/2012 Novartis A G Spons ADR	2,263.60	2,532.00
2/17/2012 Novo-Nordisk A/S	2,623.52	3,100.99
Basic Materials		
12/19/2012 Companhia Vale Do Rio Spons ADR	4,653.30	4,821.47
1/30/2012 Goldcorp Inc New	7,291.50	5,505.00
3/23/2012 Syngenta Ag Spons ADR	1,073.08	1,292.80
Technology		
2/17/2012 ARM Holdings Plc ADR	999.00	1,361.88
10/12/2012 ASML Holdings Inc	1,227.62	1,159.02
4/25/2012 Baidu Inc Spon ADR Rep A	1,454.41	1,203.48
2/17/2012 SAP Aktiengesellschaft Spons ADR	2,319.84	2,893.68
7/26/2012 Taiwan Semiconductor Spons ADR	1,040.33	1,287.00
2/17/2012 Vodafone Group ADR	1,083.81	982.41
2/17/2012 Yandex NV-A CGMI ITS Affiliates	1,169.18	1,141.62
Other		
2/17/2012 Adidas Ag Sponsored ADR	1,928.36	2,174.82
2/17/2012 Dassault Systemes SA ADR	1,062.23	1,443.63
2/17/2012 Hang Lung Properties Ltd Spon ADR	1,481.73	1,569.64
2/17/2012 Hennes & Mauritz AB ADR	2,561.66	2,533.00
2/17/2012 Komatsu Ltd Spons ADR	2,934.90	2,677.45
2/17/2012 Reckitt Benckiser Gp ADR	2,316.23	2,602.46
2/17/2012 Sabmiller Plc Spons ADR	1,171.60	1,331.68
Missing Industry Group		
12/7/2012 ELEKTA AB ADR	1,157.57	1,197.00
2/17/2012 PEARSON PLC SPONSORED ADR	1,643.45	1,680.44
2/17/2012 SOUTHERN COPPER CORP COM	822.59	946.50
	123,696.85	124,344.65
CASH VALUE OF LIFE INSURANCE		
12/31/2012 Nationwide Life	450,015.84	450,015.84
PARTICIPANT LOANS		
3/16/2009 Otero Loan	7,934.40	7,934.40
9/26/2012 Raul Otero Loan	35,782.30	35,782.30
Other Participant Loans	601,343.75	601,343.75
	645,060.45	645,060.45
MUTUAL FUNDS - DOMESTIC EQUITY		
Bio-Tech		
8/8/2008 Franklin Biotech Discv Adv	7,368.21	9,453.18
Multi Sector Bond		
10/13/2011 JHancock2 Strategic Income Opps C	132,746.05	141,244.94
Arbitrage		
1/12/2012 Merger	6,123.53	6,191.22

Large Growth Stocks		
9/11/2009 Fidelity Aberdeen Str Freedom 2040 Fd	9,967.05	11,135.55
Small Growth Stocks		
7/1/2011 Royce Fd Valu Plus Invt	4,730.68	4,778.47
Corp Bond, Hi Yld		
1/6/2012 Franklin High Income Tr Fd Advisors Cl	15,752.10	16,883.02
Asset Allocation		
1/12/2012 Hartford Global Real Asset	6,035.23	5,881.20
1/12/2012 Permanent Portfolio	10,140.67	10,219.31
Tactical Allocation		
1/12/2012 Fidelity Global Strategies	10,438.95	10,705.61
1/6/2012 Ivy Asset Strategy	21,609.73	24,654.95
2/24/2010 Ivy Asset Strategy	286,973.50	315,096.15
4/17/2009 Leuthold Core Investment	408,687.95	438,486.45
1/12/2012 PIMCO All Asset	10,286.39	10,777.59
Equity Income		
4/26/2010 Henderson Global Fds Global Eq Incm I	14,194.75	15,232.78
Income		
2/9/2012 Trust For Professnal Marketfield Fd	11,855.24	12,933.00
Natural Resources		
10/26/2009 Jennison Natl Res Fd Cl Z	5,458.76	6,208.81
12/2/2010 Rs Global Natural Resources Fund Class C	50,484.50	51,004.55
Small Blend		
5/5/2011 Fidelity Comwith Tr Smlcap Discvr Fd	10,570.01	11,529.34
Long/Short		
3/24/2006 Diamond Hill Long/Short	122,844.63	141,955.05
1/12/2012 Eaton Vance Risk Managed Option Income	6,194.93	6,098.66
6/17/2009 Gateway	173,062.60	180,572.72
Large Cap Blend		
1/24/2012 Blackrock Glb Allo Fd Instl Cl	8,859.74	9,177.78
8/16/2011 Dreyfus Appreciation	205,901.86	231,442.22
3/9/2011 Fidelity Select Portf Chems Portfolio	4,392.85	5,201.45
2/14/2002 Fidelity Spartan 500 Index	340,424.24	405,120.55
6/18/2007 JP Morgan US Large Cap Core Plus	341,095.75	405,681.26
12/4/2007 Vanguard 500 Index	386,273.20	410,901.76
Mid Cap Blend		
1/6/2012 Weitz Hickory	13,503.91	15,780.93
Mid Cap Growth		
11/22/2011 Goldman Sachs Tr Grw Oppt Instl	6,171.81	5,993.88
Large Cap Growth		
5/6/2003 American Funds Growth Fund	41,009.57	63,274.62
5/6/2003 American Funds Growth Fund	210,175.68	300,598.02
3/20/2008 Columbia Fds Ser Tr Mars 21st Cn C	7,832.26	9,152.90
1/4/2010 Fidelity Charles Str Asset Mngr 85%	3,012.41	3,581.23
4/10/2012 Fidelity Contrafun New Insights I	12,170.61	12,511.67
9/19/2012 Franklin Growth	744,489.32	739,780.03

10/26/2009 Growth Fd Amer Inc Cl F2 Shs	8,009.20	10,090.41
8/19/2011 Harding Loevner International Eq Inst	11,442.96	13,409.88
8/22/2008 Ivy Fds Inc Asset Strat C	304,343.89	356,087.38
3/20/2008 Putnam Health Science Tr M	15,672.60	14,702.49
5/17/2004 T. Rowe Price Growth Stock	419,401.19	540,178.42
3/31/2011 Vanguard Health Care	27,254.15	30,077.53
Large Cap Value		
5/18/2012 American Beacon Large Cap Value	355,456.60	371,488.99
2/14/2002 American Funds Washington Mutual	403,612.48	482,923.71
5/27/2003 Dodge & Cox Stock	482,637.79	559,527.34
1/4/2010 Fidelity Value	4,844.96	5,912.30
2/17/2012 Fundamental Investors	2,907.52	3,075.99
1/6/2012 Goldman Sachs Tr Abs Rtntrkr I	-	7,452.76
10/26/2009 MFS Value Fund A	8,036.21	9,862.70
2/24/2011 Prudential Jennison Equity Opportunities A	10,747.19	10,651.21
Mid Cap		
1/31/2008 Fidelity Mid Cap Value	87,890.54	101,192.61
3/20/2008 First Eagle Fds Inc Gold Fd Cl C	7,794.67	8,222.91
3/20/2008 Goldman Sachs Mid Cap Value C	17,917.19	21,669.45
2/8/2012 JP Morgan Mid Cap Value S	11,779.80	12,963.64
3/20/2008 Munder Mid Cap Select II	7,804.21	9,202.64
3/18/2002 T R Price Mid-Cap Growth	137,949.43	136,189.77
Small Cap Growth		
10/21/2008 Alger Small/Mid Cap Growth	190,607.20	250,200.07
3/20/2008 Eagle Mid Cap Gw C	40,707.87	60,649.31
6/16/2011 Eagle Small Cap Growth	119,344.69	130,767.08
3/20/2008 Goldman Sachs Small Cap Equity C	17,852.44	26,668.96
3/11/2005 Royce Value Plus	42,956.18	58,373.36
Small Cap Value		
9/2/2009 Columbia Small Cap Value	304,571.90	318,516.53
6/19/2007 Royce Premier Series	145,379.57	167,396.05
11/14/2012 T. Rowe Price Small Cap Value	56,548.52	57,000.25
World		
3/31/2011 Principal Global Div Inc A	27,717.73	28,502.83
Emerging Markets: General		
3/19/2008 Templeton Develop Mkts Sh Ben Int Adv	16,638.86	17,341.92
Small Cap Blend		
1/21/2010 Dreyfus Small Cap Index	35,086.00	35,943.54
Balanced/Asset Allocation		
1/5/2010 Calamos Market Neutral I	7,519.57	8,088.46
Real Estate		
1/4/2010 Fidelity Real Estate Investment	5,851.62	7,810.08
1/6/2012 Third Avenue Real Estate	11,258.52	13,939.90
9/1/2003 Undiscovered Managers Real Estate	23,024.82	18,885.39
Loans		
10/5/2010 Eaton Vance Mut Fds Tr Fltg Rate Cl C	185,567.75	194,150.77
Health		
11/17/2011 Eaton Vance Growth Tr Wrldw Hltscl I	5,126.14	22,876.09

4/6/2011 Hartford Mut Fds Inc Globl Health I	10,000.00	11,815.06
Technology		
1/4/2012 Columbia Seligman Comms & Info Z	6,635.90	6,722.47
Missing Industry Group		
10/26/2009 Aim Growth Ser Invesco Grw Ser Invc Mdcop Cor Y	5,731.67	5,934.65
7/6/2012 Aim Invt Fds Invc Blrs All C	104,843.18	104,925.28
8/30/2012 Santander Finance Pref	108,407.50	107,286.66
	<u>7,447,718.87</u>	<u>8,407,917.69</u>
PREFERRED STOCK		
Mtg Backed Secs		
8/22/2008 F N M A	30,483.00	4,509.00
	<u>30,483.00</u>	<u>4,509.00</u>
REAL ESTATE INVESTMENT TRUST		
2/17/2012 Camden Property Tr Sbi	6,305.00	6,821.00
5/25/2011 Health Care REIT, Inc.	15,452.19	18,387.00
10/8/2012 PIMCO FDS REALEST STRG P	16,841.67	15,295.73
	<u>38,598.86</u>	<u>40,503.73</u>
TOTAL PLAN INVESTMENTS AND LOANS	<u>22,561,172.74</u>	<u>24,512,265.24</u>

Plan Name	TOWER IMAGING, INC. RETIREMENT PLAN AND TRUST	EIN:	59-1433551
Plan Sponsor's Name	TOWER IMAGING, INC.	PN:	004

[illegible]