Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), 6057(b), and 6058(a) of the Internal Revenue Code (the Code).

▶ **Complete all entries in accordance with the instructions to the Form 5500.**

OMB Nos. 1210-0110
1210-0089

2012

This Form is Open to Public Inspection

Part I Annual Report Identification Information

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

A This return/report is for:
- [ ] a multiemployer plan;
- [ ] a multiple-employer plan; or
- [X] a single-employer plan;
- [ ] a DFE (specify) ____

B This return/report is:
- [ ] the first return/report;
- [ ] the final return/report;
- [ ] an amended return/report;
- [ ] a short plan year return/report (less than 12 months).

C If the plan is a collectively-bargained plan, check here. . . . . ▶ [ ]

D Check box if filing under:
- [X] Form 5558;
- [ ] automatic extension;
- [ ] the DFVC program;
- [ ] special extension (enter description)

Part II Basic Plan Information—enter all requested information

1a Name of plan
APPLE AMERICAN GROUP LLC 401(K) PROFIT SHARING PLAN AND TRUST

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 11/01/2001

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

APPLE AMERICAN GROUP

6200 OAK TREE BLVD.
INDEPENDENCE, OH 44131

2b Employer Identification Number (EIN)
91-2115263

2c Sponsor's telephone number
216-525-2775

2d Business code (see instructions)
722110

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature.	10/15/2013	RONALD S. IGARASHI
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

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

Preparer's telephone number (optional)

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

3b Administrator's EIN

3c Administrator's telephone number

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

a Sponsor's name

4b EIN

4c PN

5	Total number of participants at the beginning of the plan year	**5**	1455
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**	1862
b	Retired or separated participants receiving benefits	**6b**	0
c	Other retired or separated participants entitled to future benefits	**6c**	114
d	Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	1976
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	**6e**	0
f	Total. Add lines **6d** and **6e**	**6f**	1976
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	937
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	37
7	Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

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

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

9a Plan funding arrangement (check all that apply)

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

9b Plan benefit arrangement (check all that apply)

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

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

a Pension Schedules

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

b General Schedules

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

SCHEDULE A (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Insurance Information

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

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

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

OMB No. 1210-0110

2012

This Form is Open to Public Inspection

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

A Name of plan
APPLE AMERICAN GROUP LLC 401(K) PROFIT SHARING PLAN AND TRUST

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
APPLE AMERICAN GROUP

D Employer Identification Number (EIN)
91-2115263

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 CO

(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
31-4156830	66869	335-80100	155	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	

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

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(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	882874
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 ▶

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

Specify nature of costs ▶

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

(3) ☐ other (specify) ▶

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

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

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

(3) ☐ guaranteed investment (4) ☐ other ▶

b	Balance at the end of the previous year			7b	659029
c	Additions: (1) Contributions deposited during the year	7c(1)	179954		
	(2) Dividends and credits	7c(2)			
	(3) Interest credited during the year	7c(3)	30184		
	(4) Transferred from separate account	7c(4)	27209		
	(5) Other (specify below)	7c(5)	32320		
	▶ LOAN REPAYMENT - PRINCIPAL TRANSFER FROM OUTSIDE NW				
	(6) Total additions			7c(6)	269667
d	Total of balance and additions (add lines **7b** and **7c(6)**).			7d	928696
e	Deductions:				
	(1) Disbursed from fund to pay benefits or purchase annuities during year	7e(1)	2443		
	(2) Administration charge made by carrier	7e(2)	3989		
	(3) Transferred to separate account	7e(3)	7116		
	(4) Other (specify below)	7e(4)	32274		
	▶ LOAN WITHDRAWAL				
	(5) Total deductions			7e(5)	45822
f	Balance at the end of the current year (subtract line **7e(5)** from line **7d**)			7f	882874

Part III Welfare Benefit Contract Information

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

8 Benefit and contract type (check all applicable boxes)

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

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

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

m ☐ Other (specify) ▶

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

Specify nature of costs ▶

Part IV Provision of Information

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

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

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

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

A Name of plan
APPLE AMERICAN GROUP LLC 401(K) PROFIT SHARING PLAN AND TRUST

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
APPLE AMERICAN GROUP

D Employer Identification Number (EIN)
91-2115263

Part I Service Provider Information (see instructions)

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

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

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

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

MGO SECURITIES CORP
24400 CHAGRIN BLVD
SUITE 310
BEACHWOOD, OH 44122

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

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

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

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

MOSKAL GROSS ORCHOSKY

24400 CHAGRIN BLVD
SUITE 310
BEACHWOOD, OH 44122

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
15 16 17 37	TPA	87494	Yes [X] No [ ]	Yes [X] No [ ]	4961	Yes [X] No [ ]

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

NATIONWIDE

ONE NATIONWIDE PLAZA
COLUMBUS, OH 43215

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
15 49 64 99	CUSTODIAN/RECORD KEEPER	17947	Yes [X] No [ ]	Yes [X] No [ ]	6256	Yes [X] No [ ]

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

MGO INVESTMENT ADVISORS

24400 CHAGRIN BLVD
SUITE 310
BEACHWOOD, OH 44122

(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?
26 27 28 31 38	INV ADVISOR	11321	Yes [ ] No [X]	Yes [ ] No [X]	0	Yes [ ] No [X]

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

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

(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
MOSKAL GROSS ORCHOSKY	49 64	4961

(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.
NATIONWIDE ONE NATIONWIDE PLAZA COLUMBUX, OH 43215	ADVISORY/SERVICE PROVIDER FEE ADMIN SERVICES FEE

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
NATIONWIDE	49 64	5660

(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.
MGO INVESTMENT ADVISORS 24400 CHAGRIN BLVD SUITE 310 BEACHWOOD, OH 44122	ADVISORY/SERVICE PROVIDER FEE

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

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

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

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

(complete as many entries as needed)

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE H (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

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

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

OMB No. 1210-0110

2012

This Form is Open to Public Inspection

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

A Name of plan
APPLE AMERICAN GROUP LLC 401(K) PROFIT SHARING PLAN AND TRUST

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
APPLE AMERICAN GROUP

D Employer Identification Number (EIN)
91-2115263

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)	7569	18672
(2) Participant contributions	1b(2)	6846	91398
(3) Other	1b(3)		136
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)	989310	1304105
(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)	12948319	17865986
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)	659029	882874
(15) Other	1c(15)		

		(a) Beginning of Year	(b) End of Year
1d Employer-related investments:			
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	14611073	20163171
Liabilities			
g Benefit claims payable	1g		
h Operating payables	1h		
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through1j)	1k	0	0
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	14611073	20163171

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)	578826	
(B) Participants	2a(1)(B)	2780934	
(C) Others (including rollovers)	2a(1)(C)	1930667	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		5290427
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)	45840	
(F) Other	2b(1)(F)		
(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		45840
(2) Dividends: **(A)** Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)		
(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		0
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		0
(5) Unrealized appreciation (depreciation) of assets: **(A)** Real estate	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines **2b(5)(A)** and **(B)**	2b(5)(C)		0

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(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)		1890863
c Other income	2c		
d Total income. Add all **income** amounts in column (b) and enter total	2d		7227130
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	1675032	
(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)		1675032
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses: **(1)** Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)		
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		0
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		1675032
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		5552098
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

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

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

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

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

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

(1) Name: MEADEN & MOORE, LTD. **(2)** EIN: 34-1818258

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

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

Part IV Compliance Questions

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

During the plan year:

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

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

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

If "Yes," enter the amount of any plan assets that reverted to the employer this year **Amount:**

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

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

Part V Trust Information (optional)

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

SCHEDULE R (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Retirement Plan Information

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

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

OMB No. 1210-0110

2012

This Form is Open to Public Inspection.

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

A Name of plan
APPLE AMERICAN GROUP LLC 401(K) PROFIT SHARING PLAN AND TRUST

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
APPLE AMERICAN GROUP

D Employer Identification Number (EIN)
91-2115263

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): 31-4156830

Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.

3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year. **3**

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

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

If the plan is a defined benefit plan, go to line 8.

5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. **Date:** Month _____ Day _____ Year _____

If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.

6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived) **6a**

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

c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount) **6c**

If you completed line 6c, skip lines 8 and 9.

7 Will the minimum funding amount reported on line 6c be met by the funding deadline? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

Part III Amendments

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

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

10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan? ..... ☐ **Yes** ☐ **No**

11 a Does the ESOP hold any preferred stock? ..... ☐ **Yes** ☐ **No**

b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.) ..... ☐ **Yes** ☐ **No**

12 Does the ESOP hold any stock that is not readily tradable on an established securities market? ..... ☐ **Yes** ☐ **No**

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

14 Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:

a	The current year	**14a**	
b	The plan year immediately preceding the current plan year	**14b**	
c	The second preceding plan year	**14c**	

15 Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a	The corresponding number for the plan year immediately preceding the current plan year	**15a**	
b	The corresponding number for the second preceding plan year	**15b**	

16 Information with respect to any employers who withdrew from the plan during the preceding plan year:

a	Enter the number of employers who withdrew during the preceding plan year	**16a**	
b	If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	**16b**	

17 If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

18 If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment ☐

19 If the total number of participants is 1,000 or more, complete lines (a) through (c)

a Enter the percentage of plan assets held as:
Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%

b Provide the average duration of the combined investment-grade and high-yield debt:
☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

c What duration measure was used to calculate line 19(b)?
☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify):

APPLE AMERICAN GROUP, LLC
401(k) PROFIT SHARING PLAN AND TRUST

FINANCIAL STATEMENTS
WITH
INDEPENDENT AUDITOR'S REPORT

December 31, 2012

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Meaden&Moore

Independent Auditor's Report

To the Plan Administrator of
Apple American Group, LLC 401(k) Profit Sharing Plan and Trust
Cleveland, Ohio

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Apple American Group, LLC 401(k) Profit Sharing Plan and Trust, which comprise the statement 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 years ended December 31, 2012 and 2011, 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 conducting the audit in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 6, which was certified by The Nationwide Financial Services, Inc., including its subsidiary Nationwide Trust Company, FSB, a division of Nationwide Bank, the custodian of the Plan, except for comparing such information with the related information included in the financial statements. We have been informed by the plan administrator that the custodian holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certification from the custodian as of December 31, 2012 and 2011, and for the years ended December 31, 2012 and 2011, that the information provided to the plan administrator by the custodian is complete and accurate.

Disclaimer of Opinion

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

Other Matter

The Schedule of Assets Held for Investment Purposes at End of Year as of and for the year ended December 31, 2012 are required by the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and are presented for the purpose of additional analysis and are not a required part of the financial statements. Because of the significance of the matter described in the *Basis for Disclaimer of Opinion* paragraph, we do not express an opinion on this supplemental schedule.

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

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

Meaden & Moore, Ltd.
Cleveland, Ohio
October 10, 2013

STATEMENT OF NET ASSETS AVAILABLE FOR BENEFITS

Apple American Group, LLC
401(k) Profit Sharing Plan and Trust

	December 31 2012	2011
ASSETS		
Receivable - Employer contributions	$ 18,672	$ 7,569
Receivable - Employee contributions	91,398	6,846
Notes receivable from participants	1,304,105	989,310
Receivable - Interest	136	-
Total Receivables	1,414,311	1,003,725
Investments:		
Alliance Bernstein Discovery Growth Fund	10,942	-
Allianz NFJ International Value Fund	92,683	-
Allianz RCM Technology	96,799	83,638
American Balanced Fund R3	947	4,364
American Balanced Fund R5	2,882,358	2,039,382
American Century Income & Growth Fund	8,078	5,448
American Funds Capital Income Builder Fund R6	129,763	-
Baron Growth Fund	74	64
Blackrock Health Sciences Opportunities Fund	85,334	59,224
BOA Fixed Rate Fund	882,874	659,029
Columbia Dividend Opportunity Fund	28,226	-
Delaware Diversified Income Fund	10,469	-
Delaware Extended Duration Bond Fund	11,212	-
Diamond Hill Small Cap Fund	109,586	62,319
Dreyfus Appreciation Fund	17,956	15,565
Dreyfus Greater China Fund	-	344
Eaton Vance Floating Rate Fund	12,025	16,201
Eaton Vance Government Obligations Fund	41,356	-
Eaton Vance Income Fund of Boston	14,700	-
Europacific Growth Fund R3	201,668	228,300
EuroPacific Growth Fund R5	336,281	165,660
Federated Bond Fund	1,446,892	926,119
Federated Prudent DollarBear Fund	-	5,126
Federated Strategic Income	28,577	-
Fidelity Advisor Equity Income Fund	3,066	593
Fidelity Advisor Growth Opportunity Fund	1,335	956
Fidelity Advisor New Insights Fund	1,539,710	90,515
Fidelity Advisor Real Estate Fund	-	-
Franklin Small-Mid Cap Growth Fund	683,248	540,689
Growth Fund of America R3	1,444	606
Growth Fund of America R5	-	1,077,050

See accompanying notes.

STATEMENT OF NET ASSETS AVAILABLE FOR BENEFITS

Apple American Group, LLC
401(k) Profit Sharing Plan and Trust

	December 31	
	2012	2011
Heartland Value Plus Fund	**314**	283
Income Fund of America R3	**104,837**	103,754
Income Fund of America R5	**257,437**	69,082
Income Fund of America R6	**154,221**	-
Invesco Dividend Income Fund	**96,889**	-
Invesco Gold and Precious Metals Fund	**3,683**	8,782
Invesco Small Cap Growth Fund	**361,873**	287,163
Janus Perkins Mid Cap Value Fund	**3**	43,774
Janus Twenty Fund	**1,707,301**	1,244,350
Jennison Mid Cap Growth Fund	**2**	44,504
MFS Emerging Markets Debt Fund	**215**	-
Nationwide Government Bond Fund	**599,485**	582,624
Nationwide Money Market Fund	**764,393**	745,430
Nationwide S&P 500 Index Fund	**42,537**	31,541
Natixis Gateway Fund	**139,706**	-
Neuberger Berman Equity Income Fund	**6**	-
Neuberger Berman Genesis Trust	**767,918**	673,478
Oppenheimer Developing Markets Fund	**74,334**	36,384
Oppenheimer Global Fund	**1,179,908**	907,925
Oppenheimer Gold and Special Minerals Fund	**58,183**	19,005
Oppenheimer International Bond Fund	**27,056**	27,897
Oppenheimer Strategic Income Fund	**-**	10,925
Parnassus Small Cap Fund	**735**	-
PIMCO All Asset Fund	**9,030**	-
PIMCO Commodity Real Return Strategy Fund	**126,736**	-
PIMCO Low Duration Fund	**2**	69,785
PIMCO Real Return Fund	**92,132**	50,857
PIMCO Real Return Institutional Fund	**2,756**	-
PIMCO Total Return Fund	**103,363**	53,518
Prudential Financial Services Fund	**46,110**	-
Prudential Jennison Natural Resources Fund	**3**	23,288
Royce Heritage Fund	**3**	29,490
Rydex Consumer Products Adv	**-**	37,341
Sentinel Government Securities Fund	**2**	18,121
T Rowe Capital Appreciation Fund	**144**	-
T Rowe Price Mid Cap Value Fund	**1,093,719**	861,649
Templeton Foreign Fund	**29,296**	18,504
Van Eck International Investors Gold Fund	**-**	11,443
Van Kampen Growth & Income Fund	**314,076**	244,274

See accompanying notes.

STATEMENT OF NET ASSETS AVAILABLE FOR BENEFITS

Apple American Group, LLC
401(k) Profit Sharing Plan and Trust

	December 31	
	2012	2011
Vanguard Wellesley Income Fund	**23,532**	-
Victory Fund for Income	**139,256**	-
Washington Mutual R3	**9**	115,721
Washington Mutual R6	**150,427**	-
WFA Precious Metals Fund	**-**	29,374
WFA Small Cap Value Fund	**631,379**	447,329
Wilmington Trust Equity 500 Index Fund	**968,246**	778,561
Total Investments	**18,748,860**	13,607,348
Total Assets	**20,163,171**	14,611,073
LIABILITIES	**-**	-
Net Assets Available for Benefits	**$ 20,163,171**	$ 14,611,073

See accompanying notes.

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

Apple American Group, LLC
401(k) Profit Sharing Plan and Trust

	Year Ended December 31	
	2012	2011
Additions to Net Assets Attributed to:		
Contributions:		
Employer	$ 578,826	$ 464,764
Employee	2,780,934	2,157,882
Rollover	1,930,667	511,571
Total Contributions	5,290,427	3,134,217
Investment Income:		
Interest income on notes receivable from participants	45,840	43,641
Net appreciation (depreciation) in investments	1,890,863	(404,614)
Total Investment Income	7,227,130	2,773,244
Deductions from Net Assets Attributed to:		
Benefits paid to participants	1,675,032	1,010,705
Net Increase	5,552,098	1,762,539
Net Assets Available for Benefits:		
Beginning of Year	14,611,073	12,848,534
End of Year	$ 20,163,171	$ 14,611,073

See accompanying notes.

NOTES TO FINANCIAL STATEMENTS

Apple American Group, LLC
401(k) Profit Sharing Plan and Trust

1 Description of Plan

The following description of the Apple American Group, LLC 401(k) Profit Sharing Plan and Trust (the Plan) provides only general information. Participants should refer to the Plan document for a complete description of the Plan's provisions.

General:

The Plan, which began November 1, 2001, is a defined contribution plan, which operates under various agreements between the Plan and Trust and Nationwide Life Insurance Company (Custodian). It is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

The Plan was amended effective January 1, 2008, to comply with the Final 415 Regulations.

Participating Employers:

The following employers participate in the Plan: Apple American Group, LLC, Apple Ohio LLC, Apple Delaware LLC, Apple New Jersey LLC, Apple Northwest, LLC, Apple Indiana I LLC, Apple Indiana II LLC, Apple Indiana III LLC, Apple Norcal LLC, Apple Washington LLC, Apple Pennsylvania LLC, WineCountry Apple, LLC, BT Woodlipp, Inc., Apple SoCal, LLC (effective 2008), Apple Nevada, LLC (effective 2008), Apple Minnesota LLC (effective 2010), Apple New England LLC (effective 2011), Apple American Group II LLC (effective 2011), Apple Mid Cal, LLC (effective 2012), Apple Idaho, LLC (effective 2012), Apple Colorado, LLC (effective 2012), Apple New Mexico, LLC (effective 2012), Apple Oregon, LLC (effective 2012), Apple Georgia, LLC (effective 2012), Apple Washington II, LLC (effective 2012) and Apple Bama, LLC (effective 2012).

Eligibility:

Employees are eligible to participate in the Plan and elect a portion of their compensation to be contributed to the Plan the day after satisfying the following eligibility requirements:

a. Attainment of age of twenty-one years

b. Not being a highly compensated employee as defined by the Internal Revenue Service

c. Not being a leased employee

d. Not being an hourly restaurant employee(this does not include hourly managers in California)

Employees are eligible to share in employer matching and discretionary contributions after satisfying the eligibility requirements noted above and having completed one year of service.

1 **Description of Plan, Continued**

Contributions:

Cash or Deferred Option [401(k)] - Participants may elect a portion of their compensation to be contributed to the Plan by the Company.

Employer Contributions - The Company may make matching contributions equal to 25% of the first 8% of the participant's salary reduction contribution.

The Company may also make additional discretionary contributions. Participants share in the discretionary contributions if they were employed on the last day of the Plan year. Such additional contributions, if any, shall be allocated to each participant in proportion to his or her compensation for the calendar year. There were no discretionary contributions in 2012 and 2011.

Rollover contributions from other Plans are also accepted, providing certain specified conditions are met.

Contributions are subject to limitations on annual additions and other limitations imposed by the Internal Revenue Code as defined in the Plan agreement.

Participants' Accounts:

401(k) Accounts - Each participant's account is credited with the participant's elective contributions, employer matching contributions, earnings and losses thereon.

Vesting:

A participant's salary reduction contributions and rollover contributions are fully vested. Employer matching and discretionary contribution are vested as follows:

Years of Service	%
1	0%
2	25%
3	50%
4	75%
5	100%

Former participants of Apple Northwest, LLC 401(k) Profit Sharing Plan use the following schedule:

Years of Service	%
1	20%
2	40%
3	60%
4	80%
5	100%

1 **Description of Plan, Continued**

Forfeitures:

Forfeited non-vested accounts totaled $13,736 and $5,084 as of December 31, 2012 and 2011, respectively. Future employer contributions will be reduced by these amounts.

Notes Receivable from Participants:

Loans are valued at unpaid principal balance plus any accrued but unpaid interest. Loans are permitted under certain circumstances and are subject to limitations. Participants may borrow from their fund accounts up to a maximum equal to the lesser of $50,000 or 50% of their account balance. Loans are repaid over a period not to exceed five years with exceptions for the purchase of a primary residence.

The loans are secured by the balance in the participant's account and bear a reasonable interest rate. Principal and interest are paid ratably through payroll deductions.

Payment of Benefits:

Upon termination of service by reason of retirement, death or total and permanent disability, beneficiaries may elect to receive their retirement or death benefit as either a lump sum distribution or payments over a specified period of time.

Hardship Withdrawals:

Hardship withdrawals are permitted in accordance with Internal Revenue Service guidelines.

Investment Options:

Upon enrollment in the Plan, a participant may direct his or her contributions in any or all of the investment options offered under the Plan.

2 **Summary of Significant Accounting Policies**

Basis of Accounting:

The Plan's transactions are reported on the accrual basis of accounting.

Valuation of Investments:

Marketable securities are reported at fair market value as of the balance sheet date. Fair market values represent quoted market prices or, if quoted market prices are not available, estimated fair values as determined by the Plan's investment broker. The fair value of the guaranteed investment contract is calculated by discounting the related cash flows based on current yields of similar instruments with comparable durations.

2 Summary of Significant Accounting Policies, Continued

Use of Estimates:

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

Administrative Fees:

Substantially all administrative fees are paid by the Plan. The administrative fees, which are netted against earnings on the financial statement, amounted to $60,102 and $59,061 as of December 31, 2012 and 2011, respectively.

Plan Termination:

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

Risks and Uncertainties:

The Plan's investment include investments in mutual funds, a general account and collective funds holding investment contracts with varying degrees of risk, such as interest rate, credit and overall market volatility risks. Due to the level of risk associated with certain investment securities, it is reasonably possible that changes in the values of investment securities will occur in the near term and such changes could materially affect the amounts reported in the Statement of Net Assets Available for Plan Benefits.

Reclassifications:

Certain amounts have been reclassified to conform to the current year presentation.

Subsequent Events:

Management evaluates events occurring subsequent to the date of the financial statements in determining the accounting for and disclosure of transactions and events that affect the financial statements.

Subsequent events have been evaluated through October 10, 2013, which is the date the financial statements were available to be issued.

3 Fair Value Measurements

As defined in FASB ASC 820, "Fair Value Measurements", 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. In determining fair value, the Plan utilizes certain assumptions that market participants would use in pricing the asset or liability, including assumptions about risk and/or the risks inherent in the inputs to the valuation technique. These inputs can be readily observable, market corroborated, or generally unobservable firm inputs. The Plan utilizes valuation techniques that maximize the use of observable inputs and minimize the use of unobservable inputs. Based on the examination of the inputs used in the valuation techniques, the Plan is required to provide the following information according to the fair value hierarchy. The fair value hierarchy ranks the quality and reliability of the information used to determine fair values. Financial assets and liabilities carried at fair value will be classified and disclosed in one of the following three categories:

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

* Level 2: Inputs to the valuation methodology include:
    * Quoted prices for similar assets or liabilities in active markets;
    * Quoted prices for identical or similar assets or liabilities in inactive markets;
    * Inputs other than quoted prices that are observable for the asset or liability; and
    * Inputs that are derived principally from or corroborated by observable market data by correlation or other means.

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

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

A financial instrument's categorization within the valuation hierarchy is based upon the lowest level of input that is significant to the fair value measurement.

The following is a description of the valuation methodologies used for instruments measured at fair value, including the general classification of such instruments pursuant to the valuation hierarchy.

Mutual Funds:

The fair value of the mutual funds are based on quoted market prices and are classified as Level 1 investments.

Collective Investment Fund:

The fair value of the collective investment fund is based on net asset value as calculated by dividing the total fair value of the assets of the Fund, less its liabilities, by the total number of units outstanding.

3 Fair Value Measurements, Continued

General Account:

The fair value of the general account is equal to the contract value less any Contingent Deferred Sales Charge, if applicable, and Market Value Adjustment. Due to the valuation process used, this contract is classified within Level 3 of the valuation hierarchy.

The following table presents the financial instruments carried at fair value, on a recurring basis, as of December 31, 2012, by the valuation hierarchy (as described above).

	Quoted Prices in Active Markets (Level 1)	Models with Significant Observable Market Parameters (Level 2)	Models with Significant Unobservable Market Parameters (Level 3)	Total Carrying Value in the Statement of Net Assets Available for Benefits
Mutual Funds:				
Bond Funds	$ 3,381,366	$ -	$ -	$ 3,381,366
Capital Appreciation Funds	5,393,281	-	-	5,393,281
Growth Funds	8,123,093	-	-	8,123,093
Collective Investment Fund	-	968,246	-	968,246
General Account	-	-	882,874	882,874
	$ 16,897,740	$ 968,246	$ 882,874	$ 18,748,860

The following represents the effect of fair value measurements using significant unobservable inputs (Level 3) on changes in plan assets for the year ended December 31, 2012:

	Fair Value Measurements Using Significant Unobservable Inputs (Level 3) General Account
Beginning Balance	$ 659,029
Total realized/unrealized gains or losses included in changes in net assets	23,774
Purchases	234,788
Issuances	(2,443)
Settlements	(32,274)
Ending Balance	$ 882,874

3 Fair Value Measurements, Continued

The following table presents the financial instruments carried at fair value, on a recurring basis, as of December 31, 2011, by the valuation hierarchy (as described above).

	Quoted Market Prices in Active Markets (Level 1)	Models with Significant Observable Market Parameters (Level 2)	Models with Significant Unobservable Market Parameters (Level 3)	Total Carrying Value in the Statement of Net Assets Available for Benefits
Mutual Funds:				
Bond Funds	$ 2,501,477	$ -	$ -	$ 2,501,477
Capital Appreciation Funds	3,075,909	-	-	3,075,909
Growth Funds	6,592,372	-	-	6,592,372
Collective Investment Fund	-	778,561	-	778,561
General Account	-	-	659,029	659,029
	$ 12,169,758	$ 778,561	$ 659,029	$ 13,607,348

The following represents the effect of fair value measurements using significant unobservable inputs (Level 3) on changes in plan assets for the year ended December 31, 2011:

	Fair Value Measurements Using Significant Unobservable Inputs (Level 3) General Account
Beginning Balance	$ 547,115
Total realized/unrealized gains or losses included in changes in net assets	16,757
Purchases	146,166
Issuances	(26,958)
Settlements	(24,051)
Ending Balance	$ 659,029

4 Tax Status

The Internal Revenue Service has determined and informed the Company by letter dated August 19, 2010, that the Plan and related trust are designed in accordance with applicable sections of the Internal Revenue Code.

Accounting principles generally accepted in the United States of America require plan management to evaluate tax positions taken by the Plan and recognize a tax liability if the Plan has taken uncertain tax positions that more-likely-than-not would not be sustained upon examination by applicable taxing authorities. The Plan administrator has analyzed tax positions taken by the Plan and has concluded that, as of December 31, 2012, there are no uncertain tax positions taken, or expected to be taken, that would require recognition of a liability or that would require disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions. However, currently no audits for any tax periods are in progress. The Plan administrator believes that the Plan is no longer subject to income tax examinations for years prior to December 31, 2009.

5 Investments

The Plan's funds are invested in various investments, through Nationwide Life Insurance Company. Investments which constitute more than 5% of the Plan's net assets are:

	2012	2011
American Balanced Fund R5	$ 2,882,358	$ 2,039,382
Federated Bond Fund	$ 1,446,892	$ 926,119
Fidelity Advisor New Insights Fund	$ 1,539,710	NA
Growth Fund of America R5	NA	$ 1,077,050
Janus Twenty Fund	$ 1,707,301	$ 1,244,350
Nationwide Money Market Fund	NA	$ 745,430
Oppenheimer Global Fund	$ 1,179,908	$ 907,925
T Rowe Price Mid Cap Value Fund	$ 1,093,719	$ 861,649
Wilmington Trust Equity 500 Index Fund	NA	$ 778,561

Net appreciation (depreciation) in the fair value of investments for the years ended December 31, is as follows:

	2012	2011
Mutual funds	$ 1,748,280	$ (426,636)
Collective investment fund	118,809	5,265
General account	23,774	16,757
Total	$ 1,890,863	$ (404,614)

6 Information Prepared and Certified by Custodian

The following information included in the accompanying financial statements and supplemental schedules was obtained from data that has been prepared and certified as complete and accurate by the Custodian:

	2012	2011
Investments, at fair value	$ 18,748,860	$ 13,607,348
Interest income on notes receivable from participants	$ 45,840	$ 43,641
Net appreciation (depreciation) in investments	$ 1,890,697	$ (404,614)

7 Party-in-Interest Transactions

Certain Plan investments are shares of mutual funds managed by Nationwide Life Insurance Company, the Custodian as defined by the Plan and, therefore, these transactions qualify as party-in-interest. Usual and customary fees were paid by the mutual fund for the investment management services.

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR
Form 5500, Schedule H, Part IV, Line 4i

Apple American Group, LLC
401(k) Profit Sharing Plan and Trust

EIN 91-2115263
Plan Number 001

December 31, 2012

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment, including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
*	Alliance Bernstein Discovery Growth Fund	Mutual Fund	N/A	$ 10,942
*	Allianz NFJ International Value Fund	Mutual Fund	N/A	92,683
*	Allianz RCM Technology	Mutual Fund	N/A	96,799
*	American Balanced Fund R3	Mutual Fund	N/A	947
*	American Balanced Fund R5	Mutual Fund	N/A	2,882,358
*	American Century Income & Growth Fund	Mutual Fund	N/A	8,078
*	American Funds Capital Income Builder Fun	Mutual Fund	N/A	129,763
*	Baron Growth Fund	Mutual Fund	N/A	74
*	Blackrock Health Sciences Opportunities Fun	Mutual Fund	N/A	85,334
*	BOA Fixed Rate Fund	General Account	N/A	882,874
*	Columbia Dividend Opportunity Fund	Mutual Fund	N/A	28,226
*	Delaware Diversified Income Fund	Mutual Fund	N/A	10,469
*	Delaware Extended Duration Bond Fund	Mutual Fund	N/A	11,212
*	Diamond Hill Small Cap Fund	Mutual Fund	N/A	109,586
*	Dreyfus Appreciation Fund	Mutual Fund	N/A	17,956
*	Eaton Vance Floating Rate Fund	Mutual Fund	N/A	12,025
*	Eaton Vance Government Obligations Fund	Mutual Fund	N/A	41,356
*	Eaton Vance Income Fund of Boston	Mutual Fund	N/A	14,700
*	Europacific Growth Fund R3	Mutual Fund	N/A	201,668
*	EuroPacific Growth Fund R5	Mutual Fund	N/A	336,281
*	Federated Bond Fund	Mutual Fund	N/A	1,446,892
*	Federated Strategic Income	Mutual Fund	N/A	28,577
*	Fidelity Advisor Equity Income Fund	Mutual Fund	N/A	3,066
*	Fidelity Advisor Growth Opportunity Fund	Mutual Fund	N/A	1,335
*	Fidelity Advisor New Insights Fund	Mutual Fund	N/A	1,539,710
*	Franklin Small-Mid Cap Growth Fund	Mutual Fund	N/A	683,248
*	Growth Fund of America R3	Mutual Fund	N/A	1,444
*	Heartland Value Plus Fund	Mutual Fund	N/A	314
*	Income Fund of America R3	Mutual Fund	N/A	104,837
*	Income Fund of America R5	Mutual Fund	N/A	257,437
*	Income Fund of America R6	Mutual Fund	N/A	154,221
*	Invesco Dividend Income Fund	Mutual Fund	N/A	96,889
*	Invesco Gold and Precious Metals Fund	Mutual Fund	N/A	3,683
*	Invesco Small Cap Growth Fund	Mutual Fund	N/A	361,873
*	Janus Perkins Mid Cap Value Fund	Mutual Fund	N/A	3
*	Janus Twenty Fund	Mutual Fund	N/A	1,707,301
*	Jennison Mid Cap Growth Fund	Mutual Fund	N/A	2
*	MFS Emerging Markets Debt Fund	Mutual Fund	N/A	215
*	Nationwide Government Bond Fund	Mutual Fund	N/A	599,485
*	Nationwide Money Market Fund	Mutual Fund	N/A	764,393
*	Nationwide S&P 500 Index Fund	Mutual Fund	N/A	42,537
*	Natixis Gateway Fund	Mutual Fund	N/A	139,706
*	Neuberger Berman Equity Income Fund	Mutual Fund	N/A	6
*	Neuberger Berman Genesis Trust	Mutual Fund	N/A	767,918
*	Oppenheimer Developing Markets Fund	Mutual Fund	N/A	74,334
*	Oppenheimer Global Fund	Mutual Fund	N/A	1,179,908
*	Oppenheimer Gold and Special Minerals Fun	Mutual Fund	N/A	58,183
*	Oppenheimer International Bond Fund	Mutual Fund	N/A	27,056
*	Parnassus Small Cap Fund	Mutual Fund	N/A	735
*	PIMCO All Asset Fund	Mutual Fund	N/A	9,030
*	PIMCO Commodity Real Return Strategy Fu	Mutual Fund	N/A	126,736
*	PIMCO Low Duration Fund	Mutual Fund	N/A	2
*	PIMCO Real Return Fund	Mutual Fund	N/A	92,132
*	PIMCO Real Return Institutional Fund	Mutual Fund	N/A	2,756
*	PIMCO Total Return Fund	Mutual Fund	N/A	103,363
*	Prudential Financial Services Fund	Mutual Fund	N/A	46,110
*	Prudential Jennison Natural Resources Fund	Mutual Fund	N/A	3
*	Royce Heritage Fund	Mutual Fund	N/A	3
*	Sentinel Government Securities Fund	Mutual Fund	N/A	2
*	T Rowe Capital Appreciation Fund	Mutual Fund	N/A	144
*	T Rowe Price Mid Cap Value Fund	Mutual Fund	N/A	1,093,719
*	Templeton Foreign Fund	Mutual Fund	N/A	29,296
*	Van Kampen Growth & Income Fund	Mutual Fund	N/A	314,076
*	Vanguard Wellesley Income Fund	Mutual Fund	N/A	23,532
*	Victory Fund for Income	Mutual Fund	N/A	139,256
*	Washington Mutual R3	Mutual Fund	N/A	9
*	Washington Mutual R6	Mutual Fund	N/A	150,427
*	WFA Small Cap Value Fund	Mutual Fund	N/A	631,379
*	Wilmington Trust Equity 500 Index Fund	Collective Investment Fund	N/A	968,246
		Subtotal investments		18,748,860
*	Participant loans	interest at prevailing local rate 4.25 to 9.25%	N/A	1,304,105
				$ 20,052,965

* Party-in-interest to the Plan.

APPLE AMERICAN GROUP, LLC
401(k) PROFIT SHARING PLAN AND TRUST

FINANCIAL STATEMENTS
WITH
INDEPENDENT AUDITOR'S REPORT

December 31, 2012

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Meaden&Moore

Independent Auditor's Report

To the Plan Administrator of
Apple American Group, LLC 401(k) Profit Sharing Plan and Trust
Cleveland, Ohio

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Apple American Group, LLC 401(k) Profit Sharing Plan and Trust, which comprise the statement 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 years ended December 31, 2012 and 2011, 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 conducting the audit in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 6, which was certified by The Nationwide Financial Services, Inc., including its subsidiary Nationwide Trust Company, FSB, a division of Nationwide Bank, the custodian of the Plan, except for comparing such information with the related information included in the financial statements. We have been informed by the plan administrator that the custodian holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certification from the custodian as of December 31, 2012 and 2011, and for the years ended December 31, 2012 and 2011, that the information provided to the plan administrator by the custodian is complete and accurate.

Disclaimer of Opinion

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

Other Matter

The Schedule of Assets Held for Investment Purposes at End of Year as of and for the year ended December 31, 2012 are required by the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and are presented for the purpose of additional analysis and are not a required part of the financial statements. Because of the significance of the matter described in the *Basis for Disclaimer of Opinion* paragraph, we do not express an opinion on this supplemental schedule.

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

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

Meaden & Moore, Ltd.
Cleveland, Ohio
October 10, 2013

STATEMENT OF NET ASSETS AVAILABLE FOR BENEFITS

Apple American Group, LLC
401(k) Profit Sharing Plan and Trust

	December 31 2012	2011
ASSETS		
Receivable - Employer contributions	$ 18,672	$ 7,569
Receivable - Employee contributions	91,398	6,846
Notes receivable from participants	1,304,105	989,310
Receivable - Interest	136	-
Total Receivables	1,414,311	1,003,725
Investments:		
Alliance Bernstein Discovery Growth Fund	10,942	-
Allianz NFJ International Value Fund	92,683	-
Allianz RCM Technology	96,799	83,638
American Balanced Fund R3	947	4,364
American Balanced Fund R5	2,882,358	2,039,382
American Century Income & Growth Fund	8,078	5,448
American Funds Capital Income Builder Fund R6	129,763	-
Baron Growth Fund	74	64
Blackrock Health Sciences Opportunities Fund	85,334	59,224
BOA Fixed Rate Fund	882,874	659,029
Columbia Dividend Opportunity Fund	28,226	-
Delaware Diversified Income Fund	10,469	-
Delaware Extended Duration Bond Fund	11,212	-
Diamond Hill Small Cap Fund	109,586	62,319
Dreyfus Appreciation Fund	17,956	15,565
Dreyfus Greater China Fund	-	344
Eaton Vance Floating Rate Fund	12,025	16,201
Eaton Vance Government Obligations Fund	41,356	-
Eaton Vance Income Fund of Boston	14,700	-
Europacific Growth Fund R3	201,668	228,300
EuroPacific Growth Fund R5	336,281	165,660
Federated Bond Fund	1,446,892	926,119
Federated Prudent DollarBear Fund	-	5,126
Federated Strategic Income	28,577	-
Fidelity Advisor Equity Income Fund	3,066	593
Fidelity Advisor Growth Opportunity Fund	1,335	956
Fidelity Advisor New Insights Fund	1,539,710	90,515
Fidelity Advisor Real Estate Fund	-	-
Franklin Small-Mid Cap Growth Fund	683,248	540,689
Growth Fund of America R3	1,444	606
Growth Fund of America R5	-	1,077,050

See accompanying notes.

STATEMENT OF NET ASSETS AVAILABLE FOR BENEFITS

Apple American Group, LLC
401(k) Profit Sharing Plan and Trust

	December 31	
	2012	2011
Heartland Value Plus Fund	**314**	283
Income Fund of America R3	**104,837**	103,754
Income Fund of America R5	**257,437**	69,082
Income Fund of America R6	**154,221**	-
Invesco Dividend Income Fund	**96,889**	-
Invesco Gold and Precious Metals Fund	**3,683**	8,782
Invesco Small Cap Growth Fund	**361,873**	287,163
Janus Perkins Mid Cap Value Fund	**3**	43,774
Janus Twenty Fund	**1,707,301**	1,244,350
Jennison Mid Cap Growth Fund	**2**	44,504
MFS Emerging Markets Debt Fund	**215**	-
Nationwide Government Bond Fund	**599,485**	582,624
Nationwide Money Market Fund	**764,393**	745,430
Nationwide S&P 500 Index Fund	**42,537**	31,541
Natixis Gateway Fund	**139,706**	-
Neuberger Berman Equity Income Fund	**6**	-
Neuberger Berman Genesis Trust	**767,918**	673,478
Oppenheimer Developing Markets Fund	**74,334**	36,384
Oppenheimer Global Fund	**1,179,908**	907,925
Oppenheimer Gold and Special Minerals Fund	**58,183**	19,005
Oppenheimer International Bond Fund	**27,056**	27,897
Oppenheimer Strategic Income Fund	**-**	10,925
Parnassus Small Cap Fund	**735**	-
PIMCO All Asset Fund	**9,030**	-
PIMCO Commodity Real Return Strategy Fund	**126,736**	-
PIMCO Low Duration Fund	**2**	69,785
PIMCO Real Return Fund	**92,132**	50,857
PIMCO Real Return Institutional Fund	**2,756**	-
PIMCO Total Return Fund	**103,363**	53,518
Prudential Financial Services Fund	**46,110**	-
Prudential Jennison Natural Resources Fund	**3**	23,288
Royce Heritage Fund	**3**	29,490
Rydex Consumer Products Adv	**-**	37,341
Sentinel Government Securities Fund	**2**	18,121
T Rowe Capital Appreciation Fund	**144**	-
T Rowe Price Mid Cap Value Fund	**1,093,719**	861,649
Templeton Foreign Fund	**29,296**	18,504
Van Eck International Investors Gold Fund	**-**	11,443
Van Kampen Growth & Income Fund	**314,076**	244,274

See accompanying notes.

STATEMENT OF NET ASSETS AVAILABLE FOR BENEFITS

Apple American Group, LLC
401(k) Profit Sharing Plan and Trust

	December 31	
	2012	2011
Vanguard Wellesley Income Fund	**23,532**	-
Victory Fund for Income	**139,256**	-
Washington Mutual R3	**9**	115,721
Washington Mutual R6	**150,427**	-
WFA Precious Metals Fund	**-**	29,374
WFA Small Cap Value Fund	**631,379**	447,329
Wilmington Trust Equity 500 Index Fund	**968,246**	778,561
Total Investments	**18,748,860**	13,607,348
Total Assets	**20,163,171**	14,611,073
LIABILITIES	**-**	-
Net Assets Available for Benefits	**$ 20,163,171**	$ 14,611,073

See accompanying notes.

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

Apple American Group, LLC
401(k) Profit Sharing Plan and Trust

	Year Ended December 31	
	2012	2011
Additions to Net Assets Attributed to:		
Contributions:		
Employer	$ 578,826	$ 464,764
Employee	2,780,934	2,157,882
Rollover	1,930,667	511,571
Total Contributions	5,290,427	3,134,217
Investment Income:		
Interest income on notes receivable from participants	45,840	43,641
Net appreciation (depreciation) in investments	1,890,863	(404,614)
Total Investment Income	7,227,130	2,773,244
Deductions from Net Assets Attributed to:		
Benefits paid to participants	1,675,032	1,010,705
Net Increase	5,552,098	1,762,539
Net Assets Available for Benefits:		
Beginning of Year	14,611,073	12,848,534
End of Year	$ 20,163,171	$ 14,611,073

See accompanying notes.

NOTES TO FINANCIAL STATEMENTS

Apple American Group, LLC
401(k) Profit Sharing Plan and Trust

1 Description of Plan

The following description of the Apple American Group, LLC 401(k) Profit Sharing Plan and Trust (the Plan) provides only general information. Participants should refer to the Plan document for a complete description of the Plan's provisions.

General:

The Plan, which began November 1, 2001, is a defined contribution plan, which operates under various agreements between the Plan and Trust and Nationwide Life Insurance Company (Custodian). It is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

The Plan was amended effective January 1, 2008, to comply with the Final 415 Regulations.

Participating Employers:

The following employers participate in the Plan: Apple American Group, LLC, Apple Ohio LLC, Apple Delaware LLC, Apple New Jersey LLC, Apple Northwest, LLC, Apple Indiana I LLC, Apple Indiana II LLC, Apple Indiana III LLC, Apple Norcal LLC, Apple Washington LLC, Apple Pennsylvania LLC, WineCountry Apple, LLC, BT Woodlipp, Inc., Apple SoCal, LLC (effective 2008), Apple Nevada, LLC (effective 2008), Apple Minnesota LLC (effective 2010), Apple New England LLC (effective 2011), Apple American Group II LLC (effective 2011), Apple Mid Cal, LLC (effective 2012), Apple Idaho, LLC (effective 2012), Apple Colorado, LLC (effective 2012), Apple New Mexico, LLC (effective 2012), Apple Oregon, LLC (effective 2012), Apple Georgia, LLC (effective 2012), Apple Washington II, LLC (effective 2012) and Apple Bama, LLC (effective 2012).

Eligibility:

Employees are eligible to participate in the Plan and elect a portion of their compensation to be contributed to the Plan the day after satisfying the following eligibility requirements:

a. Attainment of age of twenty-one years

b. Not being a highly compensated employee as defined by the Internal Revenue Service

c. Not being a leased employee

d. Not being an hourly restaurant employee(this does not include hourly managers in California)

Employees are eligible to share in employer matching and discretionary contributions after satisfying the eligibility requirements noted above and having completed one year of service.

1 **Description of Plan, Continued**

Contributions:

Cash or Deferred Option [401(k)] - Participants may elect a portion of their compensation to be contributed to the Plan by the Company.

Employer Contributions - The Company may make matching contributions equal to 25% of the first 8% of the participant's salary reduction contribution.

The Company may also make additional discretionary contributions. Participants share in the discretionary contributions if they were employed on the last day of the Plan year. Such additional contributions, if any, shall be allocated to each participant in proportion to his or her compensation for the calendar year. There were no discretionary contributions in 2012 and 2011.

Rollover contributions from other Plans are also accepted, providing certain specified conditions are met.

Contributions are subject to limitations on annual additions and other limitations imposed by the Internal Revenue Code as defined in the Plan agreement.

Participants' Accounts:

401(k) Accounts - Each participant's account is credited with the participant's elective contributions, employer matching contributions, earnings and losses thereon.

Vesting:

A participant's salary reduction contributions and rollover contributions are fully vested. Employer matching and discretionary contribution are vested as follows:

Years of Service	%
1	0%
2	25%
3	50%
4	75%
5	100%

Former participants of Apple Northwest, LLC 401(k) Profit Sharing Plan use the following schedule:

Years of Service	%
1	20%
2	40%
3	60%
4	80%
5	100%

1 **Description of Plan, Continued**

Forfeitures:

Forfeited non-vested accounts totaled $13,736 and $5,084 as of December 31, 2012 and 2011, respectively. Future employer contributions will be reduced by these amounts.

Notes Receivable from Participants:

Loans are valued at unpaid principal balance plus any accrued but unpaid interest. Loans are permitted under certain circumstances and are subject to limitations. Participants may borrow from their fund accounts up to a maximum equal to the lesser of $50,000 or 50% of their account balance. Loans are repaid over a period not to exceed five years with exceptions for the purchase of a primary residence.

The loans are secured by the balance in the participant's account and bear a reasonable interest rate. Principal and interest are paid ratably through payroll deductions.

Payment of Benefits:

Upon termination of service by reason of retirement, death or total and permanent disability, beneficiaries may elect to receive their retirement or death benefit as either a lump sum distribution or payments over a specified period of time.

Hardship Withdrawals:

Hardship withdrawals are permitted in accordance with Internal Revenue Service guidelines.

Investment Options:

Upon enrollment in the Plan, a participant may direct his or her contributions in any or all of the investment options offered under the Plan.

2 **Summary of Significant Accounting Policies**

Basis of Accounting:

The Plan's transactions are reported on the accrual basis of accounting.

Valuation of Investments:

Marketable securities are reported at fair market value as of the balance sheet date. Fair market values represent quoted market prices or, if quoted market prices are not available, estimated fair values as determined by the Plan's investment broker. The fair value of the guaranteed investment contract is calculated by discounting the related cash flows based on current yields of similar instruments with comparable durations.

2 Summary of Significant Accounting Policies, Continued

Use of Estimates:

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

Administrative Fees:

Substantially all administrative fees are paid by the Plan. The administrative fees, which are netted against earnings on the financial statement, amounted to $60,102 and $59,061 as of December 31, 2012 and 2011, respectively.

Plan Termination:

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

Risks and Uncertainties:

The Plan's investment include investments in mutual funds, a general account and collective funds holding investment contracts with varying degrees of risk, such as interest rate, credit and overall market volatility risks. Due to the level of risk associated with certain investment securities, it is reasonably possible that changes in the values of investment securities will occur in the near term and such changes could materially affect the amounts reported in the Statement of Net Assets Available for Plan Benefits.

Reclassifications:

Certain amounts have been reclassified to conform to the current year presentation.

Subsequent Events:

Management evaluates events occurring subsequent to the date of the financial statements in determining the accounting for and disclosure of transactions and events that affect the financial statements.

Subsequent events have been evaluated through October 10, 2013, which is the date the financial statements were available to be issued.

3 Fair Value Measurements

As defined in FASB ASC 820, "Fair Value Measurements", 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. In determining fair value, the Plan utilizes certain assumptions that market participants would use in pricing the asset or liability, including assumptions about risk and/or the risks inherent in the inputs to the valuation technique. These inputs can be readily observable, market corroborated, or generally unobservable firm inputs. The Plan utilizes valuation techniques that maximize the use of observable inputs and minimize the use of unobservable inputs. Based on the examination of the inputs used in the valuation techniques, the Plan is required to provide the following information according to the fair value hierarchy. The fair value hierarchy ranks the quality and reliability of the information used to determine fair values. Financial assets and liabilities carried at fair value will be classified and disclosed in one of the following three categories:

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

* Level 2: Inputs to the valuation methodology include:
    * Quoted prices for similar assets or liabilities in active markets;
    * Quoted prices for identical or similar assets or liabilities in inactive markets;
    * Inputs other than quoted prices that are observable for the asset or liability; and
    * Inputs that are derived principally from or corroborated by observable market data by correlation or other means.

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

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

A financial instrument's categorization within the valuation hierarchy is based upon the lowest level of input that is significant to the fair value measurement.

The following is a description of the valuation methodologies used for instruments measured at fair value, including the general classification of such instruments pursuant to the valuation hierarchy.

Mutual Funds:

The fair value of the mutual funds are based on quoted market prices and are classified as Level 1 investments.

Collective Investment Fund:

The fair value of the collective investment fund is based on net asset value as calculated by dividing the total fair value of the assets of the Fund, less its liabilities, by the total number of units outstanding.

3 Fair Value Measurements, Continued

General Account:

The fair value of the general account is equal to the contract value less any Contingent Deferred Sales Charge, if applicable, and Market Value Adjustment. Due to the valuation process used, this contract is classified within Level 3 of the valuation hierarchy.

The following table presents the financial instruments carried at fair value, on a recurring basis, as of December 31, 2012, by the valuation hierarchy (as described above).

	Quoted Prices in Active Markets (Level 1)	Models with Significant Observable Market Parameters (Level 2)	Models with Significant Unobservable Market Parameters (Level 3)	Total Carrying Value in the Statement of Net Assets Available for Benefits
Mutual Funds:				
Bond Funds	$ 3,381,366	$ -	$ -	$ 3,381,366
Capital Appreciation Funds	5,393,281	-	-	5,393,281
Growth Funds	8,123,093	-	-	8,123,093
Collective Investment Fund	-	968,246	-	968,246
General Account	-	-	882,874	882,874
	$ 16,897,740	$ 968,246	$ 882,874	$ 18,748,860

The following represents the effect of fair value measurements using significant unobservable inputs (Level 3) on changes in plan assets for the year ended December 31, 2012:

	Fair Value Measurements Using Significant Unobservable Inputs (Level 3) General Account
Beginning Balance	$ 659,029
Total realized/unrealized gains or losses included in changes in net assets	23,774
Purchases	234,788
Issuances	(2,443)
Settlements	(32,274)
Ending Balance	$ 882,874

3 Fair Value Measurements, Continued

The following table presents the financial instruments carried at fair value, on a recurring basis, as of December 31, 2011, by the valuation hierarchy (as described above).

	Quoted Market Prices in Active Markets (Level 1)	Models with Significant Observable Market Parameters (Level 2)	Models with Significant Unobservable Market Parameters (Level 3)	Total Carrying Value in the Statement of Net Assets Available for Benefits
Mutual Funds:				
Bond Funds	$ 2,501,477	$ -	$ -	$ 2,501,477
Capital Appreciation Funds	3,075,909	-	-	3,075,909
Growth Funds	6,592,372	-	-	6,592,372
Collective Investment Fund	-	778,561	-	778,561
General Account	-	-	659,029	659,029
	$ 12,169,758	$ 778,561	$ 659,029	$ 13,607,348

The following represents the effect of fair value measurements using significant unobservable inputs (Level 3) on changes in plan assets for the year ended December 31, 2011:

	Fair Value Measurements Using Significant Unobservable Inputs (Level 3) General Account
Beginning Balance	$ 547,115
Total realized/unrealized gains or losses included in changes in net assets	16,757
Purchases	146,166
Issuances	(26,958)
Settlements	(24,051)
Ending Balance	$ 659,029

4 Tax Status

The Internal Revenue Service has determined and informed the Company by letter dated August 19, 2010, that the Plan and related trust are designed in accordance with applicable sections of the Internal Revenue Code.

Accounting principles generally accepted in the United States of America require plan management to evaluate tax positions taken by the Plan and recognize a tax liability if the Plan has taken uncertain tax positions that more-likely-than-not would not be sustained upon examination by applicable taxing authorities. The Plan administrator has analyzed tax positions taken by the Plan and has concluded that, as of December 31, 2012, there are no uncertain tax positions taken, or expected to be taken, that would require recognition of a liability or that would require disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions. However, currently no audits for any tax periods are in progress. The Plan administrator believes that the Plan is no longer subject to income tax examinations for years prior to December 31, 2009.

5 Investments

The Plan's funds are invested in various investments, through Nationwide Life Insurance Company. Investments which constitute more than 5% of the Plan's net assets are:

	2012	2011
American Balanced Fund R5	$ 2,882,358	$ 2,039,382
Federated Bond Fund	$ 1,446,892	$ 926,119
Fidelity Advisor New Insights Fund	$ 1,539,710	NA
Growth Fund of America R5	NA	$ 1,077,050
Janus Twenty Fund	$ 1,707,301	$ 1,244,350
Nationwide Money Market Fund	NA	$ 745,430
Oppenheimer Global Fund	$ 1,179,908	$ 907,925
T Rowe Price Mid Cap Value Fund	$ 1,093,719	$ 861,649
Wilmington Trust Equity 500 Index Fund	NA	$ 778,561

Net appreciation (depreciation) in the fair value of investments for the years ended December 31, is as follows:

	2012	2011
Mutual funds	$ 1,748,280	$ (426,636)
Collective investment fund	118,809	5,265
General account	23,774	16,757
Total	$ 1,890,863	$ (404,614)

6 Information Prepared and Certified by Custodian

The following information included in the accompanying financial statements and supplemental schedules was obtained from data that has been prepared and certified as complete and accurate by the Custodian:

	2012	2011
Investments, at fair value	$ 18,748,860	$ 13,607,348
Interest income on notes receivable from participants	$ 45,840	$ 43,641
Net appreciation (depreciation) in investments	$ 1,890,697	$ (404,614)

7 Party-in-Interest Transactions

Certain Plan investments are shares of mutual funds managed by Nationwide Life Insurance Company, the Custodian as defined by the Plan and, therefore, these transactions qualify as party-in-interest. Usual and customary fees were paid by the mutual fund for the investment management services.

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR
Form 5500, Schedule H, Part IV, Line 4i

Apple American Group, LLC
401(k) Profit Sharing Plan and Trust

EIN 91-2115263
Plan Number 001

December 31, 2012

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment, including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
*	Alliance Bernstein Discovery Growth Fund	Mutual Fund	N/A	$ 10,942
*	Allianz NFJ International Value Fund	Mutual Fund	N/A	92,683
*	Allianz RCM Technology	Mutual Fund	N/A	96,799
*	American Balanced Fund R3	Mutual Fund	N/A	947
*	American Balanced Fund R5	Mutual Fund	N/A	2,882,358
*	American Century Income & Growth Fund	Mutual Fund	N/A	8,078
*	American Funds Capital Income Builder Fun	Mutual Fund	N/A	129,763
*	Baron Growth Fund	Mutual Fund	N/A	74
*	Blackrock Health Sciences Opportunities Fun	Mutual Fund	N/A	85,334
*	BOA Fixed Rate Fund	General Account	N/A	882,874
*	Columbia Dividend Opportunity Fund	Mutual Fund	N/A	28,226
*	Delaware Diversified Income Fund	Mutual Fund	N/A	10,469
*	Delaware Extended Duration Bond Fund	Mutual Fund	N/A	11,212
*	Diamond Hill Small Cap Fund	Mutual Fund	N/A	109,586
*	Dreyfus Appreciation Fund	Mutual Fund	N/A	17,956
*	Eaton Vance Floating Rate Fund	Mutual Fund	N/A	12,025
*	Eaton Vance Government Obligations Fund	Mutual Fund	N/A	41,356
*	Eaton Vance Income Fund of Boston	Mutual Fund	N/A	14,700
*	Europacific Growth Fund R3	Mutual Fund	N/A	201,668
*	EuroPacific Growth Fund R5	Mutual Fund	N/A	336,281
*	Federated Bond Fund	Mutual Fund	N/A	1,446,892
*	Federated Strategic Income	Mutual Fund	N/A	28,577
*	Fidelity Advisor Equity Income Fund	Mutual Fund	N/A	3,066
*	Fidelity Advisor Growth Opportunity Fund	Mutual Fund	N/A	1,335
*	Fidelity Advisor New Insights Fund	Mutual Fund	N/A	1,539,710
*	Franklin Small-Mid Cap Growth Fund	Mutual Fund	N/A	683,248
*	Growth Fund of America R3	Mutual Fund	N/A	1,444
*	Heartland Value Plus Fund	Mutual Fund	N/A	314
*	Income Fund of America R3	Mutual Fund	N/A	104,837
*	Income Fund of America R5	Mutual Fund	N/A	257,437
*	Income Fund of America R6	Mutual Fund	N/A	154,221
*	Invesco Dividend Income Fund	Mutual Fund	N/A	96,889
*	Invesco Gold and Precious Metals Fund	Mutual Fund	N/A	3,683
*	Invesco Small Cap Growth Fund	Mutual Fund	N/A	361,873
*	Janus Perkins Mid Cap Value Fund	Mutual Fund	N/A	3
*	Janus Twenty Fund	Mutual Fund	N/A	1,707,301
*	Jennison Mid Cap Growth Fund	Mutual Fund	N/A	2
*	MFS Emerging Markets Debt Fund	Mutual Fund	N/A	215
*	Nationwide Government Bond Fund	Mutual Fund	N/A	599,485
*	Nationwide Money Market Fund	Mutual Fund	N/A	764,393
*	Nationwide S&P 500 Index Fund	Mutual Fund	N/A	42,537
*	Natixis Gateway Fund	Mutual Fund	N/A	139,706
*	Neuberger Berman Equity Income Fund	Mutual Fund	N/A	6
*	Neuberger Berman Genesis Trust	Mutual Fund	N/A	767,918
*	Oppenheimer Developing Markets Fund	Mutual Fund	N/A	74,334
*	Oppenheimer Global Fund	Mutual Fund	N/A	1,179,908
*	Oppenheimer Gold and Special Minerals Fun	Mutual Fund	N/A	58,183
*	Oppenheimer International Bond Fund	Mutual Fund	N/A	27,056
*	Parnassus Small Cap Fund	Mutual Fund	N/A	735
*	PIMCO All Asset Fund	Mutual Fund	N/A	9,030
*	PIMCO Commodity Real Return Strategy Fu	Mutual Fund	N/A	126,736
*	PIMCO Low Duration Fund	Mutual Fund	N/A	2
*	PIMCO Real Return Fund	Mutual Fund	N/A	92,132
*	PIMCO Real Return Institutional Fund	Mutual Fund	N/A	2,756
*	PIMCO Total Return Fund	Mutual Fund	N/A	103,363
*	Prudential Financial Services Fund	Mutual Fund	N/A	46,110
*	Prudential Jennison Natural Resources Fund	Mutual Fund	N/A	3
*	Royce Heritage Fund	Mutual Fund	N/A	3
*	Sentinel Government Securities Fund	Mutual Fund	N/A	2
*	T Rowe Capital Appreciation Fund	Mutual Fund	N/A	144
*	T Rowe Price Mid Cap Value Fund	Mutual Fund	N/A	1,093,719
*	Templeton Foreign Fund	Mutual Fund	N/A	29,296
*	Van Kampen Growth & Income Fund	Mutual Fund	N/A	314,076
*	Vanguard Wellesley Income Fund	Mutual Fund	N/A	23,532
*	Victory Fund for Income	Mutual Fund	N/A	139,256
*	Washington Mutual R3	Mutual Fund	N/A	9
*	Washington Mutual R6	Mutual Fund	N/A	150,427
*	WFA Small Cap Value Fund	Mutual Fund	N/A	631,379
*	Wilmington Trust Equity 500 Index Fund	Collective Investment Fund	N/A	968,246
		Subtotal investments		18,748,860
*	Participant loans	interest at prevailing local rate 4.25 to 9.25%	N/A	1,304,105
				$ 20,052,965

* Party-in-interest to the Plan.

APPLE AMERICAN GROUP, LLC
401(k) PROFIT SHARING PLAN AND TRUST

FINANCIAL STATEMENTS
WITH
INDEPENDENT AUDITOR'S REPORT

December 31, 2012

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Meaden&Moore

Independent Auditor's Report

To the Plan Administrator of
Apple American Group, LLC 401(k) Profit Sharing Plan and Trust
Cleveland, Ohio

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Apple American Group, LLC 401(k) Profit Sharing Plan and Trust, which comprise the statement 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 years ended December 31, 2012 and 2011, 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 conducting the audit in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 6, which was certified by The Nationwide Financial Services, Inc., including its subsidiary Nationwide Trust Company, FSB, a division of Nationwide Bank, the custodian of the Plan, except for comparing such information with the related information included in the financial statements. We have been informed by the plan administrator that the custodian holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certification from the custodian as of December 31, 2012 and 2011, and for the years ended December 31, 2012 and 2011, that the information provided to the plan administrator by the custodian is complete and accurate.

Disclaimer of Opinion

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

Other Matter

The Schedule of Assets Held for Investment Purposes at End of Year as of and for the year ended December 31, 2012 are required by the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and are presented for the purpose of additional analysis and are not a required part of the financial statements. Because of the significance of the matter described in the *Basis for Disclaimer of Opinion* paragraph, we do not express an opinion on this supplemental schedule.

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

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

Meaden & Moore, Ltd.
Cleveland, Ohio
October 10, 2013

STATEMENT OF NET ASSETS AVAILABLE FOR BENEFITS

Apple American Group, LLC
401(k) Profit Sharing Plan and Trust

	December 31 2012	2011
ASSETS		
Receivable - Employer contributions	$ 18,672	$ 7,569
Receivable - Employee contributions	91,398	6,846
Notes receivable from participants	1,304,105	989,310
Receivable - Interest	136	-
Total Receivables	1,414,311	1,003,725
Investments:		
Alliance Bernstein Discovery Growth Fund	10,942	-
Allianz NFJ International Value Fund	92,683	-
Allianz RCM Technology	96,799	83,638
American Balanced Fund R3	947	4,364
American Balanced Fund R5	2,882,358	2,039,382
American Century Income & Growth Fund	8,078	5,448
American Funds Capital Income Builder Fund R6	129,763	-
Baron Growth Fund	74	64
Blackrock Health Sciences Opportunities Fund	85,334	59,224
BOA Fixed Rate Fund	882,874	659,029
Columbia Dividend Opportunity Fund	28,226	-
Delaware Diversified Income Fund	10,469	-
Delaware Extended Duration Bond Fund	11,212	-
Diamond Hill Small Cap Fund	109,586	62,319
Dreyfus Appreciation Fund	17,956	15,565
Dreyfus Greater China Fund	-	344
Eaton Vance Floating Rate Fund	12,025	16,201
Eaton Vance Government Obligations Fund	41,356	-
Eaton Vance Income Fund of Boston	14,700	-
Europacific Growth Fund R3	201,668	228,300
EuroPacific Growth Fund R5	336,281	165,660
Federated Bond Fund	1,446,892	926,119
Federated Prudent DollarBear Fund	-	5,126
Federated Strategic Income	28,577	-
Fidelity Advisor Equity Income Fund	3,066	593
Fidelity Advisor Growth Opportunity Fund	1,335	956
Fidelity Advisor New Insights Fund	1,539,710	90,515
Fidelity Advisor Real Estate Fund	-	-
Franklin Small-Mid Cap Growth Fund	683,248	540,689
Growth Fund of America R3	1,444	606
Growth Fund of America R5	-	1,077,050

See accompanying notes.

STATEMENT OF NET ASSETS AVAILABLE FOR BENEFITS

Apple American Group, LLC
401(k) Profit Sharing Plan and Trust

	December 31	
	2012	2011
Heartland Value Plus Fund	**314**	283
Income Fund of America R3	**104,837**	103,754
Income Fund of America R5	**257,437**	69,082
Income Fund of America R6	**154,221**	-
Invesco Dividend Income Fund	**96,889**	-
Invesco Gold and Precious Metals Fund	**3,683**	8,782
Invesco Small Cap Growth Fund	**361,873**	287,163
Janus Perkins Mid Cap Value Fund	**3**	43,774
Janus Twenty Fund	**1,707,301**	1,244,350
Jennison Mid Cap Growth Fund	**2**	44,504
MFS Emerging Markets Debt Fund	**215**	-
Nationwide Government Bond Fund	**599,485**	582,624
Nationwide Money Market Fund	**764,393**	745,430
Nationwide S&P 500 Index Fund	**42,537**	31,541
Natixis Gateway Fund	**139,706**	-
Neuberger Berman Equity Income Fund	**6**	-
Neuberger Berman Genesis Trust	**767,918**	673,478
Oppenheimer Developing Markets Fund	**74,334**	36,384
Oppenheimer Global Fund	**1,179,908**	907,925
Oppenheimer Gold and Special Minerals Fund	**58,183**	19,005
Oppenheimer International Bond Fund	**27,056**	27,897
Oppenheimer Strategic Income Fund	**-**	10,925
Parnassus Small Cap Fund	**735**	-
PIMCO All Asset Fund	**9,030**	-
PIMCO Commodity Real Return Strategy Fund	**126,736**	-
PIMCO Low Duration Fund	**2**	69,785
PIMCO Real Return Fund	**92,132**	50,857
PIMCO Real Return Institutional Fund	**2,756**	-
PIMCO Total Return Fund	**103,363**	53,518
Prudential Financial Services Fund	**46,110**	-
Prudential Jennison Natural Resources Fund	**3**	23,288
Royce Heritage Fund	**3**	29,490
Rydex Consumer Products Adv	**-**	37,341
Sentinel Government Securities Fund	**2**	18,121
T Rowe Capital Appreciation Fund	**144**	-
T Rowe Price Mid Cap Value Fund	**1,093,719**	861,649
Templeton Foreign Fund	**29,296**	18,504
Van Eck International Investors Gold Fund	**-**	11,443
Van Kampen Growth & Income Fund	**314,076**	244,274

See accompanying notes.

STATEMENT OF NET ASSETS AVAILABLE FOR BENEFITS

Apple American Group, LLC
401(k) Profit Sharing Plan and Trust

	December 31	
	2012	2011
Vanguard Wellesley Income Fund	**23,532**	-
Victory Fund for Income	**139,256**	-
Washington Mutual R3	**9**	115,721
Washington Mutual R6	**150,427**	-
WFA Precious Metals Fund	**-**	29,374
WFA Small Cap Value Fund	**631,379**	447,329
Wilmington Trust Equity 500 Index Fund	**968,246**	778,561
Total Investments	**18,748,860**	13,607,348
Total Assets	**20,163,171**	14,611,073
LIABILITIES	**-**	-
Net Assets Available for Benefits	**$ 20,163,171**	$ 14,611,073

See accompanying notes.

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

Apple American Group, LLC
401(k) Profit Sharing Plan and Trust

	Year Ended December 31	
	2012	2011
Additions to Net Assets Attributed to:		
Contributions:		
Employer	$ 578,826	$ 464,764
Employee	2,780,934	2,157,882
Rollover	1,930,667	511,571
Total Contributions	5,290,427	3,134,217
Investment Income:		
Interest income on notes receivable from participants	45,840	43,641
Net appreciation (depreciation) in investments	1,890,863	(404,614)
Total Investment Income	7,227,130	2,773,244
Deductions from Net Assets Attributed to:		
Benefits paid to participants	1,675,032	1,010,705
Net Increase	5,552,098	1,762,539
Net Assets Available for Benefits:		
Beginning of Year	14,611,073	12,848,534
End of Year	$ 20,163,171	$ 14,611,073

See accompanying notes.

NOTES TO FINANCIAL STATEMENTS

Apple American Group, LLC
401(k) Profit Sharing Plan and Trust

1 Description of Plan

The following description of the Apple American Group, LLC 401(k) Profit Sharing Plan and Trust (the Plan) provides only general information. Participants should refer to the Plan document for a complete description of the Plan's provisions.

General:

The Plan, which began November 1, 2001, is a defined contribution plan, which operates under various agreements between the Plan and Trust and Nationwide Life Insurance Company (Custodian). It is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

The Plan was amended effective January 1, 2008, to comply with the Final 415 Regulations.

Participating Employers:

The following employers participate in the Plan: Apple American Group, LLC, Apple Ohio LLC, Apple Delaware LLC, Apple New Jersey LLC, Apple Northwest, LLC, Apple Indiana I LLC, Apple Indiana II LLC, Apple Indiana III LLC, Apple Norcal LLC, Apple Washington LLC, Apple Pennsylvania LLC, WineCountry Apple, LLC, BT Woodlipp, Inc., Apple SoCal, LLC (effective 2008), Apple Nevada, LLC (effective 2008), Apple Minnesota LLC (effective 2010), Apple New England LLC (effective 2011), Apple American Group II LLC (effective 2011), Apple Mid Cal, LLC (effective 2012), Apple Idaho, LLC (effective 2012), Apple Colorado, LLC (effective 2012), Apple New Mexico, LLC (effective 2012), Apple Oregon, LLC (effective 2012), Apple Georgia, LLC (effective 2012), Apple Washington II, LLC (effective 2012) and Apple Bama, LLC (effective 2012).

Eligibility:

Employees are eligible to participate in the Plan and elect a portion of their compensation to be contributed to the Plan the day after satisfying the following eligibility requirements:

a. Attainment of age of twenty-one years

b. Not being a highly compensated employee as defined by the Internal Revenue Service

c. Not being a leased employee

d. Not being an hourly restaurant employee(this does not include hourly managers in California)

Employees are eligible to share in employer matching and discretionary contributions after satisfying the eligibility requirements noted above and having completed one year of service.

1 **Description of Plan, Continued**

Contributions:

Cash or Deferred Option [401(k)] - Participants may elect a portion of their compensation to be contributed to the Plan by the Company.

Employer Contributions - The Company may make matching contributions equal to 25% of the first 8% of the participant's salary reduction contribution.

The Company may also make additional discretionary contributions. Participants share in the discretionary contributions if they were employed on the last day of the Plan year. Such additional contributions, if any, shall be allocated to each participant in proportion to his or her compensation for the calendar year. There were no discretionary contributions in 2012 and 2011.

Rollover contributions from other Plans are also accepted, providing certain specified conditions are met.

Contributions are subject to limitations on annual additions and other limitations imposed by the Internal Revenue Code as defined in the Plan agreement.

Participants' Accounts:

401(k) Accounts - Each participant's account is credited with the participant's elective contributions, employer matching contributions, earnings and losses thereon.

Vesting:

A participant's salary reduction contributions and rollover contributions are fully vested. Employer matching and discretionary contribution are vested as follows:

Years of Service	%
1	0%
2	25%
3	50%
4	75%
5	100%

Former participants of Apple Northwest, LLC 401(k) Profit Sharing Plan use the following schedule:

Years of Service	%
1	20%
2	40%
3	60%
4	80%
5	100%

1 **Description of Plan, Continued**

Forfeitures:

Forfeited non-vested accounts totaled $13,736 and $5,084 as of December 31, 2012 and 2011, respectively. Future employer contributions will be reduced by these amounts.

Notes Receivable from Participants:

Loans are valued at unpaid principal balance plus any accrued but unpaid interest. Loans are permitted under certain circumstances and are subject to limitations. Participants may borrow from their fund accounts up to a maximum equal to the lesser of $50,000 or 50% of their account balance. Loans are repaid over a period not to exceed five years with exceptions for the purchase of a primary residence.

The loans are secured by the balance in the participant's account and bear a reasonable interest rate. Principal and interest are paid ratably through payroll deductions.

Payment of Benefits:

Upon termination of service by reason of retirement, death or total and permanent disability, beneficiaries may elect to receive their retirement or death benefit as either a lump sum distribution or payments over a specified period of time.

Hardship Withdrawals:

Hardship withdrawals are permitted in accordance with Internal Revenue Service guidelines.

Investment Options:

Upon enrollment in the Plan, a participant may direct his or her contributions in any or all of the investment options offered under the Plan.

2 **Summary of Significant Accounting Policies**

Basis of Accounting:

The Plan's transactions are reported on the accrual basis of accounting.

Valuation of Investments:

Marketable securities are reported at fair market value as of the balance sheet date. Fair market values represent quoted market prices or, if quoted market prices are not available, estimated fair values as determined by the Plan's investment broker. The fair value of the guaranteed investment contract is calculated by discounting the related cash flows based on current yields of similar instruments with comparable durations.

2 Summary of Significant Accounting Policies, Continued

Use of Estimates:

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

Administrative Fees:

Substantially all administrative fees are paid by the Plan. The administrative fees, which are netted against earnings on the financial statement, amounted to $60,102 and $59,061 as of December 31, 2012 and 2011, respectively.

Plan Termination:

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

Risks and Uncertainties:

The Plan's investment include investments in mutual funds, a general account and collective funds holding investment contracts with varying degrees of risk, such as interest rate, credit and overall market volatility risks. Due to the level of risk associated with certain investment securities, it is reasonably possible that changes in the values of investment securities will occur in the near term and such changes could materially affect the amounts reported in the Statement of Net Assets Available for Plan Benefits.

Reclassifications:

Certain amounts have been reclassified to conform to the current year presentation.

Subsequent Events:

Management evaluates events occurring subsequent to the date of the financial statements in determining the accounting for and disclosure of transactions and events that affect the financial statements.

Subsequent events have been evaluated through October 10, 2013, which is the date the financial statements were available to be issued.

3 Fair Value Measurements

As defined in FASB ASC 820, "Fair Value Measurements", 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. In determining fair value, the Plan utilizes certain assumptions that market participants would use in pricing the asset or liability, including assumptions about risk and/or the risks inherent in the inputs to the valuation technique. These inputs can be readily observable, market corroborated, or generally unobservable firm inputs. The Plan utilizes valuation techniques that maximize the use of observable inputs and minimize the use of unobservable inputs. Based on the examination of the inputs used in the valuation techniques, the Plan is required to provide the following information according to the fair value hierarchy. The fair value hierarchy ranks the quality and reliability of the information used to determine fair values. Financial assets and liabilities carried at fair value will be classified and disclosed in one of the following three categories:

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

* Level 2: Inputs to the valuation methodology include:
    * Quoted prices for similar assets or liabilities in active markets;
    * Quoted prices for identical or similar assets or liabilities in inactive markets;
    * Inputs other than quoted prices that are observable for the asset or liability; and
    * Inputs that are derived principally from or corroborated by observable market data by correlation or other means.

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

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

A financial instrument's categorization within the valuation hierarchy is based upon the lowest level of input that is significant to the fair value measurement.

The following is a description of the valuation methodologies used for instruments measured at fair value, including the general classification of such instruments pursuant to the valuation hierarchy.

Mutual Funds:

The fair value of the mutual funds are based on quoted market prices and are classified as Level 1 investments.

Collective Investment Fund:

The fair value of the collective investment fund is based on net asset value as calculated by dividing the total fair value of the assets of the Fund, less its liabilities, by the total number of units outstanding.

3 Fair Value Measurements, Continued

General Account:

The fair value of the general account is equal to the contract value less any Contingent Deferred Sales Charge, if applicable, and Market Value Adjustment. Due to the valuation process used, this contract is classified within Level 3 of the valuation hierarchy.

The following table presents the financial instruments carried at fair value, on a recurring basis, as of December 31, 2012, by the valuation hierarchy (as described above).

	Quoted Prices in Active Markets (Level 1)	Models with Significant Observable Market Parameters (Level 2)	Models with Significant Unobservable Market Parameters (Level 3)	Total Carrying Value in the Statement of Net Assets Available for Benefits
Mutual Funds:				
Bond Funds	$ 3,381,366	$ -	$ -	$ 3,381,366
Capital Appreciation Funds	5,393,281	-	-	5,393,281
Growth Funds	8,123,093	-	-	8,123,093
Collective Investment Fund	-	968,246	-	968,246
General Account	-	-	882,874	882,874
	$ 16,897,740	$ 968,246	$ 882,874	$ 18,748,860

The following represents the effect of fair value measurements using significant unobservable inputs (Level 3) on changes in plan assets for the year ended December 31, 2012:

	Fair Value Measurements Using Significant Unobservable Inputs (Level 3) General Account
Beginning Balance	$ 659,029
Total realized/unrealized gains or losses included in changes in net assets	23,774
Purchases	234,788
Issuances	(2,443)
Settlements	(32,274)
Ending Balance	$ 882,874

3 Fair Value Measurements, Continued

The following table presents the financial instruments carried at fair value, on a recurring basis, as of December 31, 2011, by the valuation hierarchy (as described above).

	Quoted Market Prices in Active Markets (Level 1)	Models with Significant Observable Market Parameters (Level 2)	Models with Significant Unobservable Market Parameters (Level 3)	Total Carrying Value in the Statement of Net Assets Available for Benefits
Mutual Funds:				
Bond Funds	$ 2,501,477	$ -	$ -	$ 2,501,477
Capital Appreciation Funds	3,075,909	-	-	3,075,909
Growth Funds	6,592,372	-	-	6,592,372
Collective Investment Fund	-	778,561	-	778,561
General Account	-	-	659,029	659,029
	$ 12,169,758	$ 778,561	$ 659,029	$ 13,607,348

The following represents the effect of fair value measurements using significant unobservable inputs (Level 3) on changes in plan assets for the year ended December 31, 2011:

	Fair Value Measurements Using Significant Unobservable Inputs (Level 3) General Account
Beginning Balance	$ 547,115
Total realized/unrealized gains or losses included in changes in net assets	16,757
Purchases	146,166
Issuances	(26,958)
Settlements	(24,051)
Ending Balance	$ 659,029

4 Tax Status

The Internal Revenue Service has determined and informed the Company by letter dated August 19, 2010, that the Plan and related trust are designed in accordance with applicable sections of the Internal Revenue Code.

Accounting principles generally accepted in the United States of America require plan management to evaluate tax positions taken by the Plan and recognize a tax liability if the Plan has taken uncertain tax positions that more-likely-than-not would not be sustained upon examination by applicable taxing authorities. The Plan administrator has analyzed tax positions taken by the Plan and has concluded that, as of December 31, 2012, there are no uncertain tax positions taken, or expected to be taken, that would require recognition of a liability or that would require disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions. However, currently no audits for any tax periods are in progress. The Plan administrator believes that the Plan is no longer subject to income tax examinations for years prior to December 31, 2009.

5 Investments

The Plan's funds are invested in various investments, through Nationwide Life Insurance Company. Investments which constitute more than 5% of the Plan's net assets are:

	2012	2011
American Balanced Fund R5	$ 2,882,358	$ 2,039,382
Federated Bond Fund	$ 1,446,892	$ 926,119
Fidelity Advisor New Insights Fund	$ 1,539,710	NA
Growth Fund of America R5	NA	$ 1,077,050
Janus Twenty Fund	$ 1,707,301	$ 1,244,350
Nationwide Money Market Fund	NA	$ 745,430
Oppenheimer Global Fund	$ 1,179,908	$ 907,925
T Rowe Price Mid Cap Value Fund	$ 1,093,719	$ 861,649
Wilmington Trust Equity 500 Index Fund	NA	$ 778,561

Net appreciation (depreciation) in the fair value of investments for the years ended December 31, is as follows:

	2012	2011
Mutual funds	$ 1,748,280	$ (426,636)
Collective investment fund	118,809	5,265
General account	23,774	16,757
Total	$ 1,890,863	$ (404,614)

6 Information Prepared and Certified by Custodian

The following information included in the accompanying financial statements and supplemental schedules was obtained from data that has been prepared and certified as complete and accurate by the Custodian:

	2012	2011
Investments, at fair value	$ 18,748,860	$ 13,607,348
Interest income on notes receivable from participants	$ 45,840	$ 43,641
Net appreciation (depreciation) in investments	$ 1,890,697	$ (404,614)

7 Party-in-Interest Transactions

Certain Plan investments are shares of mutual funds managed by Nationwide Life Insurance Company, the Custodian as defined by the Plan and, therefore, these transactions qualify as party-in-interest. Usual and customary fees were paid by the mutual fund for the investment management services.

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR
Form 5500, Schedule H, Part IV, Line 4i

Apple American Group, LLC
401(k) Profit Sharing Plan and Trust

EIN 91-2115263
Plan Number 001

December 31, 2012

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment, including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
*	Alliance Bernstein Discovery Growth Fund	Mutual Fund	N/A	$ 10,942
*	Allianz NFJ International Value Fund	Mutual Fund	N/A	92,683
*	Allianz RCM Technology	Mutual Fund	N/A	96,799
*	American Balanced Fund R3	Mutual Fund	N/A	947
*	American Balanced Fund R5	Mutual Fund	N/A	2,882,358
*	American Century Income & Growth Fund	Mutual Fund	N/A	8,078
*	American Funds Capital Income Builder Fun	Mutual Fund	N/A	129,763
*	Baron Growth Fund	Mutual Fund	N/A	74
*	Blackrock Health Sciences Opportunities Fun	Mutual Fund	N/A	85,334
*	BOA Fixed Rate Fund	General Account	N/A	882,874
*	Columbia Dividend Opportunity Fund	Mutual Fund	N/A	28,226
*	Delaware Diversified Income Fund	Mutual Fund	N/A	10,469
*	Delaware Extended Duration Bond Fund	Mutual Fund	N/A	11,212
*	Diamond Hill Small Cap Fund	Mutual Fund	N/A	109,586
*	Dreyfus Appreciation Fund	Mutual Fund	N/A	17,956
*	Eaton Vance Floating Rate Fund	Mutual Fund	N/A	12,025
*	Eaton Vance Government Obligations Fund	Mutual Fund	N/A	41,356
*	Eaton Vance Income Fund of Boston	Mutual Fund	N/A	14,700
*	Europacific Growth Fund R3	Mutual Fund	N/A	201,668
*	EuroPacific Growth Fund R5	Mutual Fund	N/A	336,281
*	Federated Bond Fund	Mutual Fund	N/A	1,446,892
*	Federated Strategic Income	Mutual Fund	N/A	28,577
*	Fidelity Advisor Equity Income Fund	Mutual Fund	N/A	3,066
*	Fidelity Advisor Growth Opportunity Fund	Mutual Fund	N/A	1,335
*	Fidelity Advisor New Insights Fund	Mutual Fund	N/A	1,539,710
*	Franklin Small-Mid Cap Growth Fund	Mutual Fund	N/A	683,248
*	Growth Fund of America R3	Mutual Fund	N/A	1,444
*	Heartland Value Plus Fund	Mutual Fund	N/A	314
*	Income Fund of America R3	Mutual Fund	N/A	104,837
*	Income Fund of America R5	Mutual Fund	N/A	257,437
*	Income Fund of America R6	Mutual Fund	N/A	154,221
*	Invesco Dividend Income Fund	Mutual Fund	N/A	96,889
*	Invesco Gold and Precious Metals Fund	Mutual Fund	N/A	3,683
*	Invesco Small Cap Growth Fund	Mutual Fund	N/A	361,873
*	Janus Perkins Mid Cap Value Fund	Mutual Fund	N/A	3
*	Janus Twenty Fund	Mutual Fund	N/A	1,707,301
*	Jennison Mid Cap Growth Fund	Mutual Fund	N/A	2
*	MFS Emerging Markets Debt Fund	Mutual Fund	N/A	215
*	Nationwide Government Bond Fund	Mutual Fund	N/A	599,485
*	Nationwide Money Market Fund	Mutual Fund	N/A	764,393
*	Nationwide S&P 500 Index Fund	Mutual Fund	N/A	42,537
*	Natixis Gateway Fund	Mutual Fund	N/A	139,706
*	Neuberger Berman Equity Income Fund	Mutual Fund	N/A	6
*	Neuberger Berman Genesis Trust	Mutual Fund	N/A	767,918
*	Oppenheimer Developing Markets Fund	Mutual Fund	N/A	74,334
*	Oppenheimer Global Fund	Mutual Fund	N/A	1,179,908
*	Oppenheimer Gold and Special Minerals Fun	Mutual Fund	N/A	58,183
*	Oppenheimer International Bond Fund	Mutual Fund	N/A	27,056
*	Parnassus Small Cap Fund	Mutual Fund	N/A	735
*	PIMCO All Asset Fund	Mutual Fund	N/A	9,030
*	PIMCO Commodity Real Return Strategy Fu	Mutual Fund	N/A	126,736
*	PIMCO Low Duration Fund	Mutual Fund	N/A	2
*	PIMCO Real Return Fund	Mutual Fund	N/A	92,132
*	PIMCO Real Return Institutional Fund	Mutual Fund	N/A	2,756
*	PIMCO Total Return Fund	Mutual Fund	N/A	103,363
*	Prudential Financial Services Fund	Mutual Fund	N/A	46,110
*	Prudential Jennison Natural Resources Fund	Mutual Fund	N/A	3
*	Royce Heritage Fund	Mutual Fund	N/A	3
*	Sentinel Government Securities Fund	Mutual Fund	N/A	2
*	T Rowe Capital Appreciation Fund	Mutual Fund	N/A	144
*	T Rowe Price Mid Cap Value Fund	Mutual Fund	N/A	1,093,719
*	Templeton Foreign Fund	Mutual Fund	N/A	29,296
*	Van Kampen Growth & Income Fund	Mutual Fund	N/A	314,076
*	Vanguard Wellesley Income Fund	Mutual Fund	N/A	23,532
*	Victory Fund for Income	Mutual Fund	N/A	139,256
*	Washington Mutual R3	Mutual Fund	N/A	9
*	Washington Mutual R6	Mutual Fund	N/A	150,427
*	WFA Small Cap Value Fund	Mutual Fund	N/A	631,379
*	Wilmington Trust Equity 500 Index Fund	Collective Investment Fund	N/A	968,246
		Subtotal investments		18,748,860
*	Participant loans	interest at prevailing local rate 4.25 to 9.25%	N/A	1,304,105
				$ 20,052,965

* Party-in-interest to the Plan.

Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), 6057(b), and 6058(a) of the Internal Revenue Code (the Code).

▶ **Complete all entries in accordance with the instructions to the Form 5500.**

OMB Nos. 1210-0110
1210-0089

2012

This Form is Open to Public Inspection

Part I Annual Report Identification Information

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

A This return/report is for: ☐ a multiemployer plan; ☐ a multiple-employer plan; or ☒ 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 Apple American Group LLC
401(k) Profit Sharing Plan and Trust

IRS COPY

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 11/01/2001

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

6200 Oak Tree Blvd.

Independence OH 44131

2b Employer Identification Number (EIN) 91-2115263

2c Sponsor's telephone number (216) 525-2775

2d Business code (see instructions) 722110

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	Ronald S. Igarashi	10/14/13	Ronald S. Igarashi
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Ronald S. Igarashi	10/14/13	RONALD S. IGARASHI
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

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

Preparer's telephone number (optional)

3a Plan administrator's name and address [X] Same as Plan Sponsor Name [ ] Same as Plan Sponsor Address	**3b** Administrator's EIN	
	3c Administrator's telephone number (216) 525-2775	
4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report:	**4b** EIN	
a Sponsor's name	**4c** PN	
5 Total number of participants at the beginning of the plan year	**5**	1,455
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**	1,862
b Retired or separated participants receiving benefits	**6b**	0
c Other retired or separated participants entitled to future benefits	**6c**	114
d Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	1,976
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	**6e**	0
f Total. Add lines **6d** and **6e**	**6f**	1,976
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	937
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	37
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

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

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

9a Plan funding arrangement (check all that apply)		**9b** Plan benefit arrangement (check all that apply)	
(1) [X]	Insurance	(1) [X]	Insurance
(2) [ ]	Code section 412(e)(3) insurance contracts	(2) [ ]	Code section 412(e)(3) insurance contracts
(3) [X]	Trust	(3) [X]	Trust
(4) [ ]	General assets of the sponsor	(4) [ ]	General assets of the sponsor

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

a Pension Schedules

(1) [X] **R** (Retirement Plan Information)

(2) [ ] **MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary

(3) [ ] **SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary

b General Schedules

(1) [X] **H** (Financial Information)

(2) [ ] **I** (Financial Information – Small Plan)

(3) [X] 1 **A** (Insurance Information)

(4) [X] **C** (Service Provider Information)

(5) [ ] **D** (DFE/Participating Plan Information)

(6) [ ] **G** (Financial Transaction Schedules)

SCHEDULE A (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Insurance Information

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

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

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

OMB No. 1210-0110

2012

This Form is Open to Public Inspection

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

A Name of plan

Apple American Group LLC 401(k) Profit Sharing Plan and Trust

B Three-digit plan number (PN) ▶ 001

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

Apple American Group

D Employer Identification Number (EIN)

91-2115263

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 CO

(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	Policy or contract year (g) To
31-4156830	66869	335-80100	155	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 (c) Amount	Fees and other commissions paid (d) Purpose	(e) Organization code

(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 (c) Amount	Fees and other commissions paid (d) Purpose	(e) Organization code

(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	882,874
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 ▶

b	Premiums paid to carrier	6b	
c	Premiums due but unpaid at the end of the year	6c	
d	If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, enter amount. 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	659,029
c	Additions: (1) Contributions deposited during the year	7c(1)	179,954		
	(2) Dividends and credits	7c(2)			
	(3) Interest credited during the year	7c(3)	30,184		
	(4) Transferred from separate account	7c(4)	27,209		
	(5) Other (specify below)	7c(5)	32,320		
	▶Loan Repayment - Principal Transfer from Outside NW				
	(6)Total additions			7c(6)	269,667
d	Total of balance and additions (add lines 7b and 7c(6)).			7d	928,696
e	Deductions:				
	(1) Disbursed from fund to pay benefits or purchase annuities during year	7e(1)	2,443		
	(2) Administration charge made by carrier	7e(2)	3,989		
	(3) Transferred to separate account	7e(3)	7,116		
	(4) Other (specify below)	7e(4)	32,274		
	▶Loan Withdrawal				
	(5) Total deductions			7e(5)	45,822
f	Balance at the end of the current year (subtract line 7e(5) from line 7d)			7f	882,874

Part III Welfare Benefit Contract Information

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

8 Benefit and contract type (check all applicable boxes)

- **a** ☐ Health (other than dental or vision)
- **b** ☐ Dental
- **c** ☐ Vision
- **d** ☐ Life insurance
- **e** ☐ Temporary disability (accident and sickness)
- **f** ☐ Long-term disability
- **g** ☐ Supplemental unemployment
- **h** ☐ Prescription drug
- **i** ☐ Stop loss (large deductible)
- **j** ☐ HMO contract
- **k** ☐ PPO contract
- **l** ☐ Indemnity contract
- **m** ☐ Other (specify) ▶

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

Specify nature of costs ▶

Part IV Provision of Information

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

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

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

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

A Name of plan	B Three-digit plan number (PN) ▶	001
Apple American Group LLC 401(k) Profit Sharing Plan and Trust		

C Plan sponsor's name as shown on line 2a of Form 5500	D Employer Identification Number (EIN)
Apple American Group	91-2115263

Part I Service Provider Information (see instructions)

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

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

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

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

MGO SECURITIES CORP
24400 CHAGRIN BLVD
SUITE 310
BEACHWOOD OH 44122

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

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

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

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

MOSKAL GROSS ORCHOSKY

24400 CHAGRIN BLVD
SUITE 310
BEACHWOOD OH 44122

(b) Service Code(s) 15 16 17 37

(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?
TPA	87,494	Yes [X] No [ ]	Yes [X] No [ ]	4,961	Yes [X] No [ ]

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

NATIONWIDE

ONE NATIONWIDE PLAZA

COLUMBUS OH 43215

(b) Service Code(s) 15 49 64 99

(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?
CUSTODIAN/RECORD KEEPER	17,947	Yes [X] No [ ]	Yes [X] No [ ]	6,256	Yes [X] No [ ]

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

MGO INVESTMENT ADVISORS

24400 CHAGRIN BLVD
SUITE 310
BEACHWOOD OH 44122

(b) Service Code(s) 26 27 28 31 38

(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?
Inv Advisor	11,321	Yes [ ] No [X]	Yes [ ] No [X]	0	Yes [ ] No [X]

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
MOSKAL GROSS ORCHOSKY	49 64	4,961

(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.
NATIONWIDE ONE NATIONWIDE PLAZA COLUMBUX OH 43215	Advisory/Service Provider Fee Admin Services Fee

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
NATIONWIDE	49 64	5,660

(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.
MGO INVESTMENT ADVISORS 24400 CHAGRIN BLVD SUITE 310 BEACHWOOD OH 44122	Advisory/Service Provider Fee

(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:
c Position:
d Address:
b EIN:
e Telephone:

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE H (Form 5500)	Financial Information	OMB No. 1210-0110
Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	2012 This Form is Open to Public Inspection

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

A Name of plan

Apple American Group LLC 401(k) Profit Sharing Plan and Trust

B Three-digit plan number (PN) ▶ 001

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

Apple American Group

D Employer Identification Number (EIN)

91-2115263

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)	7,569	18,672
(2) Participant contributions	1b(2)	6,846	91,398
(3) Other	1b(3)		136
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)	989,310	1,304,105
(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)	12,948,319	17,865,986
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)	659,029	882,874
(15) Other	1c(15)		

		(a) Beginning of Year	(b) End of Year
1d Employer-related investments:			
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	14,611,073	20,163,171
Liabilities			
g Benefit claims payable	1g		
h Operating payables	1h		
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through1j)	1k	0	0
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	14,611,073	20,163,171

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)	578,826	
(B) Participants	2a(1)(B)	2,780,934	
(C) Others (including rollovers)	2a(1)(C)	1,930,667	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		5,290,427
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)	45,840	
(F) Other	2b(1)(F)		
(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		45,840
(2) Dividends: **(A)** Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)		
(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		0
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		0
(5) Unrealized appreciation (depreciation) of assets: **(A)** Real estate	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines **2b(5)(A)** and **(B)**	2b(5)(C)		0

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(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)		1,890,863
c Other income	2c		
d Total income. Add all **income** amounts in column (b) and enter total	2d		7,227,130
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	1,675,032	
(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)		1,675,032
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)		
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		0
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		1,675,032
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		5,552,098
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: Meaden & Moore, LTD. (2) EIN: 34-1818258

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

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

Part IV Compliance Questions

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

During the plan year:

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

			Yes	No	Amount
c	Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	4c		X	
d	Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)	4d		X	
e	Was this plan covered by a fidelity bond?	4e	X		500,000
f	Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f		X	
g	Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	4g		X	
h	Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	4h		X	
i	Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	4i	X		
j	Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	4j		X	
k	Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4k		X	
l	Has the plan failed to provide any benefit when due under the plan?	4l		X	
m	If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m		X	
n	If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	4n		X	

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

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

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

Part V Trust Information (optional)

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

APPLE AMERICAN GROUP, LLC
401(k) PROFIT SHARING PLAN AND TRUST

FINANCIAL STATEMENTS
WITH
INDEPENDENT AUDITOR'S REPORT

December 31, 2012

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Meaden&Moore

Independent Auditor's Report

To the Plan Administrator of
Apple American Group, LLC 401(k) Profit Sharing Plan and Trust
Cleveland, Ohio

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Apple American Group, LLC 401(k) Profit Sharing Plan and Trust, which comprise the statement 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 years ended December 31, 2012 and 2011, 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 conducting the audit in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 6, which was certified by The Nationwide Financial Services, Inc., including its subsidiary Nationwide Trust Company, FSB, a division of Nationwide Bank, the custodian of the Plan, except for comparing such information with the related information included in the financial statements. We have been informed by the plan administrator that the custodian holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certification from the custodian as of December 31, 2012 and 2011, and for the years ended December 31, 2012 and 2011, that the information provided to the plan administrator by the custodian is complete and accurate.

Disclaimer of Opinion

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

Other Matter

The Schedule of Assets Held for Investment Purposes at End of Year as of and for the year ended December 31, 2012 are required by the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and are presented for the purpose of additional analysis and are not a required part of the financial statements. Because of the significance of the matter described in the *Basis for Disclaimer of Opinion* paragraph, we do not express an opinion on this supplemental schedule.

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

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

Meaden & Moore, Ltd.
Cleveland, Ohio
October 10, 2013

STATEMENT OF NET ASSETS AVAILABLE FOR BENEFITS

Apple American Group, LLC
401(k) Profit Sharing Plan and Trust

	December 31 2012	2011
ASSETS		
Receivable - Employer contributions	$ 18,672	$ 7,569
Receivable - Employee contributions	91,398	6,846
Notes receivable from participants	1,304,105	989,310
Receivable - Interest	136	-
Total Receivables	1,414,311	1,003,725
Investments:		
Alliance Bernstein Discovery Growth Fund	10,942	-
Allianz NFJ International Value Fund	92,683	-
Allianz RCM Technology	96,799	83,638
American Balanced Fund R3	947	4,364
American Balanced Fund R5	2,882,358	2,039,382
American Century Income & Growth Fund	8,078	5,448
American Funds Capital Income Builder Fund R6	129,763	-
Baron Growth Fund	74	64
Blackrock Health Sciences Opportunities Fund	85,334	59,224
BOA Fixed Rate Fund	882,874	659,029
Columbia Dividend Opportunity Fund	28,226	-
Delaware Diversified Income Fund	10,469	-
Delaware Extended Duration Bond Fund	11,212	-
Diamond Hill Small Cap Fund	109,586	62,319
Dreyfus Appreciation Fund	17,956	15,565
Dreyfus Greater China Fund	-	344
Eaton Vance Floating Rate Fund	12,025	16,201
Eaton Vance Government Obligations Fund	41,356	-
Eaton Vance Income Fund of Boston	14,700	-
Europacific Growth Fund R3	201,668	228,300
EuroPacific Growth Fund R5	336,281	165,660
Federated Bond Fund	1,446,892	926,119
Federated Prudent DollarBear Fund	-	5,126
Federated Strategic Income	28,577	-
Fidelity Advisor Equity Income Fund	3,066	593
Fidelity Advisor Growth Opportunity Fund	1,335	956
Fidelity Advisor New Insights Fund	1,539,710	90,515
Fidelity Advisor Real Estate Fund	-	-
Franklin Small-Mid Cap Growth Fund	683,248	540,689
Growth Fund of America R3	1,444	606
Growth Fund of America R5	-	1,077,050

See accompanying notes.

STATEMENT OF NET ASSETS AVAILABLE FOR BENEFITS

Apple American Group, LLC
401(k) Profit Sharing Plan and Trust

	December 31	
	2012	2011
Heartland Value Plus Fund	**314**	283
Income Fund of America R3	**104,837**	103,754
Income Fund of America R5	**257,437**	69,082
Income Fund of America R6	**154,221**	-
Invesco Dividend Income Fund	**96,889**	-
Invesco Gold and Precious Metals Fund	**3,683**	8,782
Invesco Small Cap Growth Fund	**361,873**	287,163
Janus Perkins Mid Cap Value Fund	**3**	43,774
Janus Twenty Fund	**1,707,301**	1,244,350
Jennison Mid Cap Growth Fund	**2**	44,504
MFS Emerging Markets Debt Fund	**215**	-
Nationwide Government Bond Fund	**599,485**	582,624
Nationwide Money Market Fund	**764,393**	745,430
Nationwide S&P 500 Index Fund	**42,537**	31,541
Natixis Gateway Fund	**139,706**	-
Neuberger Berman Equity Income Fund	**6**	-
Neuberger Berman Genesis Trust	**767,918**	673,478
Oppenheimer Developing Markets Fund	**74,334**	36,384
Oppenheimer Global Fund	**1,179,908**	907,925
Oppenheimer Gold and Special Minerals Fund	**58,183**	19,005
Oppenheimer International Bond Fund	**27,056**	27,897
Oppenheimer Strategic Income Fund	**-**	10,925
Parnassus Small Cap Fund	**735**	-
PIMCO All Asset Fund	**9,030**	-
PIMCO Commodity Real Return Strategy Fund	**126,736**	-
PIMCO Low Duration Fund	**2**	69,785
PIMCO Real Return Fund	**92,132**	50,857
PIMCO Real Return Institutional Fund	**2,756**	-
PIMCO Total Return Fund	**103,363**	53,518
Prudential Financial Services Fund	**46,110**	-
Prudential Jennison Natural Resources Fund	**3**	23,288
Royce Heritage Fund	**3**	29,490
Rydex Consumer Products Adv	**-**	37,341
Sentinel Government Securities Fund	**2**	18,121
T Rowe Capital Appreciation Fund	**144**	-
T Rowe Price Mid Cap Value Fund	**1,093,719**	861,649
Templeton Foreign Fund	**29,296**	18,504
Van Eck International Investors Gold Fund	**-**	11,443
Van Kampen Growth & Income Fund	**314,076**	244,274

See accompanying notes.

STATEMENT OF NET ASSETS AVAILABLE FOR BENEFITS

Apple American Group, LLC
401(k) Profit Sharing Plan and Trust

	December 31	
	2012	2011
Vanguard Wellesley Income Fund	**23,532**	-
Victory Fund for Income	**139,256**	-
Washington Mutual R3	**9**	115,721
Washington Mutual R6	**150,427**	-
WFA Precious Metals Fund	**-**	29,374
WFA Small Cap Value Fund	**631,379**	447,329
Wilmington Trust Equity 500 Index Fund	**968,246**	778,561
Total Investments	**18,748,860**	13,607,348
Total Assets	**20,163,171**	14,611,073
LIABILITIES	**-**	-
Net Assets Available for Benefits	**$ 20,163,171**	$ 14,611,073

See accompanying notes.

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

Apple American Group, LLC
401(k) Profit Sharing Plan and Trust

	Year Ended December 31	
	2012	2011
Additions to Net Assets Attributed to:		
Contributions:		
Employer	$ 578,826	$ 464,764
Employee	2,780,934	2,157,882
Rollover	1,930,667	511,571
Total Contributions	5,290,427	3,134,217
Investment Income:		
Interest income on notes receivable from participants	45,840	43,641
Net appreciation (depreciation) in investments	1,890,863	(404,614)
Total Investment Income	7,227,130	2,773,244
Deductions from Net Assets Attributed to:		
Benefits paid to participants	1,675,032	1,010,705
Net Increase	5,552,098	1,762,539
Net Assets Available for Benefits:		
Beginning of Year	14,611,073	12,848,534
End of Year	$ 20,163,171	$ 14,611,073

See accompanying notes.

NOTES TO FINANCIAL STATEMENTS

Apple American Group, LLC
401(k) Profit Sharing Plan and Trust

1 Description of Plan

The following description of the Apple American Group, LLC 401(k) Profit Sharing Plan and Trust (the Plan) provides only general information. Participants should refer to the Plan document for a complete description of the Plan's provisions.

General:

The Plan, which began November 1, 2001, is a defined contribution plan, which operates under various agreements between the Plan and Trust and Nationwide Life Insurance Company (Custodian). It is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

The Plan was amended effective January 1, 2008, to comply with the Final 415 Regulations.

Participating Employers:

The following employers participate in the Plan: Apple American Group, LLC, Apple Ohio LLC, Apple Delaware LLC, Apple New Jersey LLC, Apple Northwest, LLC, Apple Indiana I LLC, Apple Indiana II LLC, Apple Indiana III LLC, Apple Norcal LLC, Apple Washington LLC, Apple Pennsylvania LLC, WineCountry Apple, LLC, BT Woodlipp, Inc., Apple SoCal, LLC (effective 2008), Apple Nevada, LLC (effective 2008), Apple Minnesota LLC (effective 2010), Apple New England LLC (effective 2011), Apple American Group II LLC (effective 2011), Apple Mid Cal, LLC (effective 2012), Apple Idaho, LLC (effective 2012), Apple Colorado, LLC (effective 2012), Apple New Mexico, LLC (effective 2012), Apple Oregon, LLC (effective 2012), Apple Georgia, LLC (effective 2012), Apple Washington II, LLC (effective 2012) and Apple Bama, LLC (effective 2012).

Eligibility:

Employees are eligible to participate in the Plan and elect a portion of their compensation to be contributed to the Plan the day after satisfying the following eligibility requirements:

a. Attainment of age of twenty-one years

b. Not being a highly compensated employee as defined by the Internal Revenue Service

c. Not being a leased employee

d. Not being an hourly restaurant employee(this does not include hourly managers in California)

Employees are eligible to share in employer matching and discretionary contributions after satisfying the eligibility requirements noted above and having completed one year of service.

1 **Description of Plan, Continued**

Contributions:

Cash or Deferred Option [401(k)] - Participants may elect a portion of their compensation to be contributed to the Plan by the Company.

Employer Contributions - The Company may make matching contributions equal to 25% of the first 8% of the participant's salary reduction contribution.

The Company may also make additional discretionary contributions. Participants share in the discretionary contributions if they were employed on the last day of the Plan year. Such additional contributions, if any, shall be allocated to each participant in proportion to his or her compensation for the calendar year. There were no discretionary contributions in 2012 and 2011.

Rollover contributions from other Plans are also accepted, providing certain specified conditions are met.

Contributions are subject to limitations on annual additions and other limitations imposed by the Internal Revenue Code as defined in the Plan agreement.

Participants' Accounts:

401(k) Accounts - Each participant's account is credited with the participant's elective contributions, employer matching contributions, earnings and losses thereon.

Vesting:

A participant's salary reduction contributions and rollover contributions are fully vested. Employer matching and discretionary contribution are vested as follows:

Years of Service	%
1	0%
2	25%
3	50%
4	75%
5	100%

Former participants of Apple Northwest, LLC 401(k) Profit Sharing Plan use the following schedule:

Years of Service	%
1	20%
2	40%
3	60%
4	80%
5	100%

1 **Description of Plan, Continued**

Forfeitures:

Forfeited non-vested accounts totaled $13,736 and $5,084 as of December 31, 2012 and 2011, respectively. Future employer contributions will be reduced by these amounts.

Notes Receivable from Participants:

Loans are valued at unpaid principal balance plus any accrued but unpaid interest. Loans are permitted under certain circumstances and are subject to limitations. Participants may borrow from their fund accounts up to a maximum equal to the lesser of $50,000 or 50% of their account balance. Loans are repaid over a period not to exceed five years with exceptions for the purchase of a primary residence.

The loans are secured by the balance in the participant's account and bear a reasonable interest rate. Principal and interest are paid ratably through payroll deductions.

Payment of Benefits:

Upon termination of service by reason of retirement, death or total and permanent disability, beneficiaries may elect to receive their retirement or death benefit as either a lump sum distribution or payments over a specified period of time.

Hardship Withdrawals:

Hardship withdrawals are permitted in accordance with Internal Revenue Service guidelines.

Investment Options:

Upon enrollment in the Plan, a participant may direct his or her contributions in any or all of the investment options offered under the Plan.

2 **Summary of Significant Accounting Policies**

Basis of Accounting:

The Plan's transactions are reported on the accrual basis of accounting.

Valuation of Investments:

Marketable securities are reported at fair market value as of the balance sheet date. Fair market values represent quoted market prices or, if quoted market prices are not available, estimated fair values as determined by the Plan's investment broker. The fair value of the guaranteed investment contract is calculated by discounting the related cash flows based on current yields of similar instruments with comparable durations.

2 Summary of Significant Accounting Policies, Continued

Use of Estimates:

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

Administrative Fees:

Substantially all administrative fees are paid by the Plan. The administrative fees, which are netted against earnings on the financial statement, amounted to $60,102 and $59,061 as of December 31, 2012 and 2011, respectively.

Plan Termination:

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

Risks and Uncertainties:

The Plan's investment include investments in mutual funds, a general account and collective funds holding investment contracts with varying degrees of risk, such as interest rate, credit and overall market volatility risks. Due to the level of risk associated with certain investment securities, it is reasonably possible that changes in the values of investment securities will occur in the near term and such changes could materially affect the amounts reported in the Statement of Net Assets Available for Plan Benefits.

Reclassifications:

Certain amounts have been reclassified to conform to the current year presentation.

Subsequent Events:

Management evaluates events occurring subsequent to the date of the financial statements in determining the accounting for and disclosure of transactions and events that affect the financial statements.

Subsequent events have been evaluated through October 10, 2013, which is the date the financial statements were available to be issued.

3 Fair Value Measurements

As defined in FASB ASC 820, "Fair Value Measurements", 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. In determining fair value, the Plan utilizes certain assumptions that market participants would use in pricing the asset or liability, including assumptions about risk and/or the risks inherent in the inputs to the valuation technique. These inputs can be readily observable, market corroborated, or generally unobservable firm inputs. The Plan utilizes valuation techniques that maximize the use of observable inputs and minimize the use of unobservable inputs. Based on the examination of the inputs used in the valuation techniques, the Plan is required to provide the following information according to the fair value hierarchy. The fair value hierarchy ranks the quality and reliability of the information used to determine fair values. Financial assets and liabilities carried at fair value will be classified and disclosed in one of the following three categories:

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

* Level 2: Inputs to the valuation methodology include:
    * Quoted prices for similar assets or liabilities in active markets;
    * Quoted prices for identical or similar assets or liabilities in inactive markets;
    * Inputs other than quoted prices that are observable for the asset or liability; and
    * Inputs that are derived principally from or corroborated by observable market data by correlation or other means.

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

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

A financial instrument's categorization within the valuation hierarchy is based upon the lowest level of input that is significant to the fair value measurement.

The following is a description of the valuation methodologies used for instruments measured at fair value, including the general classification of such instruments pursuant to the valuation hierarchy.

Mutual Funds:

The fair value of the mutual funds are based on quoted market prices and are classified as Level 1 investments.

Collective Investment Fund:

The fair value of the collective investment fund is based on net asset value as calculated by dividing the total fair value of the assets of the Fund, less its liabilities, by the total number of units outstanding.

3 Fair Value Measurements, Continued

General Account:

The fair value of the general account is equal to the contract value less any Contingent Deferred Sales Charge, if applicable, and Market Value Adjustment. Due to the valuation process used, this contract is classified within Level 3 of the valuation hierarchy.

The following table presents the financial instruments carried at fair value, on a recurring basis, as of December 31, 2012, by the valuation hierarchy (as described above).

	Quoted Prices in Active Markets (Level 1)	Models with Significant Observable Market Parameters (Level 2)	Models with Significant Unobservable Market Parameters (Level 3)	Total Carrying Value in the Statement of Net Assets Available for Benefits
Mutual Funds:				
Bond Funds	$ 3,381,366	$ -	$ -	$ 3,381,366
Capital Appreciation Funds	5,393,281	-	-	5,393,281
Growth Funds	8,123,093	-	-	8,123,093
Collective Investment Fund	-	968,246	-	968,246
General Account	-	-	882,874	882,874
	$ 16,897,740	$ 968,246	$ 882,874	$ 18,748,860

The following represents the effect of fair value measurements using significant unobservable inputs (Level 3) on changes in plan assets for the year ended December 31, 2012:

	Fair Value Measurements Using Significant Unobservable Inputs (Level 3) General Account
Beginning Balance	$ 659,029
Total realized/unrealized gains or losses included in changes in net assets	23,774
Purchases	234,788
Issuances	(2,443)
Settlements	(32,274)
Ending Balance	$ 882,874

3 Fair Value Measurements, Continued

The following table presents the financial instruments carried at fair value, on a recurring basis, as of December 31, 2011, by the valuation hierarchy (as described above).

	Quoted Market Prices in Active Markets (Level 1)	Models with Significant Observable Market Parameters (Level 2)	Models with Significant Unobservable Market Parameters (Level 3)	Total Carrying Value in the Statement of Net Assets Available for Benefits
Mutual Funds:				
Bond Funds	$ 2,501,477	$ -	$ -	$ 2,501,477
Capital Appreciation Funds	3,075,909	-	-	3,075,909
Growth Funds	6,592,372	-	-	6,592,372
Collective Investment Fund	-	778,561	-	778,561
General Account	-	-	659,029	659,029
	$ 12,169,758	$ 778,561	$ 659,029	$ 13,607,348

The following represents the effect of fair value measurements using significant unobservable inputs (Level 3) on changes in plan assets for the year ended December 31, 2011:

	Fair Value Measurements Using Significant Unobservable Inputs (Level 3) General Account
Beginning Balance	$ 547,115
Total realized/unrealized gains or losses included in changes in net assets	16,757
Purchases	146,166
Issuances	(26,958)
Settlements	(24,051)
Ending Balance	$ 659,029

4 Tax Status

The Internal Revenue Service has determined and informed the Company by letter dated August 19, 2010, that the Plan and related trust are designed in accordance with applicable sections of the Internal Revenue Code.

Accounting principles generally accepted in the United States of America require plan management to evaluate tax positions taken by the Plan and recognize a tax liability if the Plan has taken uncertain tax positions that more-likely-than-not would not be sustained upon examination by applicable taxing authorities. The Plan administrator has analyzed tax positions taken by the Plan and has concluded that, as of December 31, 2012, there are no uncertain tax positions taken, or expected to be taken, that would require recognition of a liability or that would require disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions. However, currently no audits for any tax periods are in progress. The Plan administrator believes that the Plan is no longer subject to income tax examinations for years prior to December 31, 2009.

5 Investments

The Plan's funds are invested in various investments, through Nationwide Life Insurance Company. Investments which constitute more than 5% of the Plan's net assets are:

	2012	2011
American Balanced Fund R5	$ 2,882,358	$ 2,039,382
Federated Bond Fund	$ 1,446,892	$ 926,119
Fidelity Advisor New Insights Fund	$ 1,539,710	NA
Growth Fund of America R5	NA	$ 1,077,050
Janus Twenty Fund	$ 1,707,301	$ 1,244,350
Nationwide Money Market Fund	NA	$ 745,430
Oppenheimer Global Fund	$ 1,179,908	$ 907,925
T Rowe Price Mid Cap Value Fund	$ 1,093,719	$ 861,649
Wilmington Trust Equity 500 Index Fund	NA	$ 778,561

Net appreciation (depreciation) in the fair value of investments for the years ended December 31, is as follows:

	2012	2011
Mutual funds	$ 1,748,280	$ (426,636)
Collective investment fund	118,809	5,265
General account	23,774	16,757
Total	$ 1,890,863	$ (404,614)

6 Information Prepared and Certified by Custodian

The following information included in the accompanying financial statements and supplemental schedules was obtained from data that has been prepared and certified as complete and accurate by the Custodian:

	2012	2011
Investments, at fair value	$ 18,748,860	$ 13,607,348
Interest income on notes receivable from participants	$ 45,840	$ 43,641
Net appreciation (depreciation) in investments	$ 1,890,697	$ (404,614)

7 Party-in-Interest Transactions

Certain Plan investments are shares of mutual funds managed by Nationwide Life Insurance Company, the Custodian as defined by the Plan and, therefore, these transactions qualify as party-in-interest. Usual and customary fees were paid by the mutual fund for the investment management services.

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR
Form 5500, Schedule H, Part IV, Line 4i

Apple American Group, LLC
401(k) Profit Sharing Plan and Trust

EIN 91-2115263
Plan Number 001

December 31, 2012

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment, including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(d) Cost	(e) Current Value
*	Alliance Bernstein Discovery Growth Fund	Mutual Fund	N/A	$ 10,942
*	Allianz NFJ International Value Fund	Mutual Fund	N/A	92,683
*	Allianz RCM Technology	Mutual Fund	N/A	96,799
*	American Balanced Fund R3	Mutual Fund	N/A	947
*	American Balanced Fund R5	Mutual Fund	N/A	2,882,358
*	American Century Income & Growth Fund	Mutual Fund	N/A	8,078
*	American Funds Capital Income Builder Fun	Mutual Fund	N/A	129,763
*	Baron Growth Fund	Mutual Fund	N/A	74
*	Blackrock Health Sciences Opportunities Fun	Mutual Fund	N/A	85,334
*	BOA Fixed Rate Fund	General Account	N/A	882,874
*	Columbia Dividend Opportunity Fund	Mutual Fund	N/A	28,226
*	Delaware Diversified Income Fund	Mutual Fund	N/A	10,469
*	Delaware Extended Duration Bond Fund	Mutual Fund	N/A	11,212
*	Diamond Hill Small Cap Fund	Mutual Fund	N/A	109,586
*	Dreyfus Appreciation Fund	Mutual Fund	N/A	17,956
*	Eaton Vance Floating Rate Fund	Mutual Fund	N/A	12,025
*	Eaton Vance Government Obligations Fund	Mutual Fund	N/A	41,356
*	Eaton Vance Income Fund of Boston	Mutual Fund	N/A	14,700
*	Europacific Growth Fund R3	Mutual Fund	N/A	201,668
*	EuroPacific Growth Fund R5	Mutual Fund	N/A	336,281
*	Federated Bond Fund	Mutual Fund	N/A	1,446,892
*	Federated Strategic Income	Mutual Fund	N/A	28,577
*	Fidelity Advisor Equity Income Fund	Mutual Fund	N/A	3,066
*	Fidelity Advisor Growth Opportunity Fund	Mutual Fund	N/A	1,335
*	Fidelity Advisor New Insights Fund	Mutual Fund	N/A	1,539,710
*	Franklin Small-Mid Cap Growth Fund	Mutual Fund	N/A	683,248
*	Growth Fund of America R3	Mutual Fund	N/A	1,444
*	Heartland Value Plus Fund	Mutual Fund	N/A	314
*	Income Fund of America R3	Mutual Fund	N/A	104,837
*	Income Fund of America R5	Mutual Fund	N/A	257,437
*	Income Fund of America R6	Mutual Fund	N/A	154,221
*	Invesco Dividend Income Fund	Mutual Fund	N/A	96,889
*	Invesco Gold and Precious Metals Fund	Mutual Fund	N/A	3,683
*	Invesco Small Cap Growth Fund	Mutual Fund	N/A	361,873
*	Janus Perkins Mid Cap Value Fund	Mutual Fund	N/A	3
*	Janus Twenty Fund	Mutual Fund	N/A	1,707,301
*	Jennison Mid Cap Growth Fund	Mutual Fund	N/A	2
*	MFS Emerging Markets Debt Fund	Mutual Fund	N/A	215
*	Nationwide Government Bond Fund	Mutual Fund	N/A	599,485
*	Nationwide Money Market Fund	Mutual Fund	N/A	764,393
*	Nationwide S&P 500 Index Fund	Mutual Fund	N/A	42,537
*	Natixis Gateway Fund	Mutual Fund	N/A	139,706
*	Neuberger Berman Equity Income Fund	Mutual Fund	N/A	6
*	Neuberger Berman Genesis Trust	Mutual Fund	N/A	767,918
*	Oppenheimer Developing Markets Fund	Mutual Fund	N/A	74,334
*	Oppenheimer Global Fund	Mutual Fund	N/A	1,179,908
*	Oppenheimer Gold and Special Minerals Fun	Mutual Fund	N/A	58,183
*	Oppenheimer International Bond Fund	Mutual Fund	N/A	27,056
*	Parnassus Small Cap Fund	Mutual Fund	N/A	735
*	PIMCO All Asset Fund	Mutual Fund	N/A	9,030
*	PIMCO Commodity Real Return Strategy Fu	Mutual Fund	N/A	126,736
*	PIMCO Low Duration Fund	Mutual Fund	N/A	2
*	PIMCO Real Return Fund	Mutual Fund	N/A	92,132
*	PIMCO Real Return Institutional Fund	Mutual Fund	N/A	2,756
*	PIMCO Total Return Fund	Mutual Fund	N/A	103,363
*	Prudential Financial Services Fund	Mutual Fund	N/A	46,110
*	Prudential Jennison Natural Resources Fund	Mutual Fund	N/A	3
*	Royce Heritage Fund	Mutual Fund	N/A	3
*	Sentinel Government Securities Fund	Mutual Fund	N/A	2
*	T Rowe Capital Appreciation Fund	Mutual Fund	N/A	144
*	T Rowe Price Mid Cap Value Fund	Mutual Fund	N/A	1,093,719
*	Templeton Foreign Fund	Mutual Fund	N/A	29,296
*	Van Kampen Growth & Income Fund	Mutual Fund	N/A	314,076
*	Vanguard Wellesley Income Fund	Mutual Fund	N/A	23,532
*	Victory Fund for Income	Mutual Fund	N/A	139,256
*	Washington Mutual R3	Mutual Fund	N/A	9
*	Washington Mutual R6	Mutual Fund	N/A	150,427
*	WFA Small Cap Value Fund	Mutual Fund	N/A	631,379
*	Wilmington Trust Equity 500 Index Fund	Collective Investment Fund	N/A	968,246
		Subtotal investments		18,748,860
*	Participant loans	interest at prevailing local rate 4.25 to 9.25%	N/A	1,304,105
				$ 20,052,965

* Party-in-interest to the Plan.

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

Apple American Group LLC 401(k) Profit Sharing Plan and Trust

B Three-digit plan number (PN) ▶ 001

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

Apple American Group

D Employer Identification Number (EIN)
91-2115263

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): 31-4156830

Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.

3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year 3

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

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? ☐ Yes ☐ No ☐ N/A

If the plan is a defined benefit plan, go to line 8.

5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. **Date:** Month _____ Day _____ Year _____

If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.

6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived) 6a

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

c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount) 6c

If you completed line 6c, skip lines 8 and 9.

7 Will the minimum funding amount reported on line 6c be met by the funding deadline? ☐ Yes ☐ No ☐ N/A

8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change? ☐ Yes ☐ No ☐ N/A

Part III Amendments

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

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

10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan? ☐ Yes ☐ No

11 a Does the ESOP hold any preferred stock? ☐ Yes ☐ No

b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.) ☐ Yes ☐ No

12 Does the ESOP hold any stock that is not readily tradable on an established securities market? ☐ Yes ☐ No

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

14 Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:

a The current year	**14a**	
b The plan year immediately preceding the current plan year	**14b**	
c The second preceding plan year	**14c**	

15 Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a The corresponding number for the plan year immediately preceding the current plan year	**15a**	
b The corresponding number for the second preceding plan year	**15b**	

16 Information with respect to any employers who withdrew from the plan during the preceding plan year:

a Enter the number of employers who withdrew during the preceding plan year	**16a**	
b If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	**16b**	

17 If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

18 If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment ☐

19 If the total number of participants is 1,000 or more, complete lines (a) through (c)

a Enter the percentage of plan assets held as:
Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%

b Provide the average duration of the combined investment-grade and high-yield debt:
☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

c What duration measure was used to calculate line 19(b)?
☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify):

Form **5558**
(Rev. August 2012)

Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File Certain Employee Plan Returns

▶ **For Privacy Act and Paperwork Reduction Act Notice, see instructions.**
▶ **Information about Form 5558 and its instructions is at *www.irs.gov/form5558***

OMB No. 1545-0212

File With IRS Only

Part I Identification

A Name of filer, plan administrator, or plan sponsor (see instructions)
Apple American Group

Number, street, and room or suite no. (If a P.O. box, see instructions)
6200 Oak Tree Blvd.

City or town, state, and ZIP code
Independence OH 44131

B **Filer's identifying number (see instructions)**
Employer identification number (EIN) (9 digits XX-XXXXXXX)
91-2115263

Social security number (SSN) (9 digits XXX-XX-XXXX)

C Plan name	Plan number	Plan year ending — MM	DD	YYYY
Apple American Group LLC 401(k) Profit Sharing Plan and Trust	0 0 1	12	31	2012

Part II Extension of Time To File Form 5500 Series, and/or Form 8955-SSA

1 ☐ Check this box if you are requesting an extension of time on line 2 to file the first Form 5500 series return/report for the plan listed in Part 1, C above.

2 I request an extension of time until 10 / 15 / 2013 to file Form 5500 series (see instructions).
Note. A signature IS NOT required if you are requesting an extension to file Form 5500 series.

3 I request an extension of time until / / to file Form 8955-SSA (see instructions).
Note. A signature IS NOT required if you are requesting an extension to file Form 8955-SSA.

The application **is automatically approved** to the date shown on line 2 and/or line 3 (above) if: **(a)** the Form 5558 is filed on or before the normal due date of Form 5500 series, and/or Form 8955-SSA for which this extension is requested, and **(b)** the date on line 2 and/or line 3 (above) is not later than the 15th day of the third month after the normal due date.

Part III Extension of Time To File Form 5330 *(see instructions)*

4 I request an extension of time until / / to file Form 5330.
You may be approved for up to a 6 month extension to file Form 5330, after the normal due date of Form 5330.

a Enter the Code section(s) imposing the tax . . . . . ▶ **a**

b Enter the payment amount attached . . . . . ▶ **b**

c For excise taxes under section 4980 or 4980F of the Code, enter the reversion/amendment date . . . ▶ **c**

5 **State in detail why you need the extension:**
AN EXTENSION OF TIME IS REQUESTED BECAUSE CERTAIN INFORMATION IS NOT CURRENTLY AVAILABLE TO COMPLETE THE VALUATION NECESSARY FOR THE COMPLETION OF SUCH FORMS.

Under penalties of perjury, I declare that to the best of my knowledge and belief, the statements made on this form are true, correct, and complete, and that I am authorized to prepare this application.

Signature ▶ **Date** ▶