

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
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Part I	Annual Report Identification Information
For calendar plan year 2012 or fiscal plan year beginning <u>01/01/2012</u> and ending <u>12/31/2012</u>	
A This return/report is for:	☐ a multiemployer plan; ☐ a multiple-employer plan; or ☒ a single-employer plan; ☐ a DFE (specify) ____
B This return/report is:	☐ the first return/report; ☐ the final return/report; ☐ an amended return/report; ☐ a short plan year return/report (less than 12 months).
C If the plan is a collectively-bargained plan, check here.	☐
D Check box if filing under:	☒ Form 5558; ☐ automatic extension; ☐ the DFVC program; ☐ special extension (enter description)

Part II	Basic Plan Information —enter all requested information				
1a Name of plan <u>PREMIER HEALTH CARE SERVICES, INC. PENSION PLAN</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 80%;">1b Three-digit plan number (PN) ▶</td> <td style="width: 20%; text-align: center;"><u>001</u></td> </tr> <tr> <td colspan="2">1c Effective date of plan <u>01/01/1992</u></td> </tr> </table>	1b Three-digit plan number (PN) ▶	<u>001</u>	1c Effective date of plan <u>01/01/1992</u>	
1b Three-digit plan number (PN) ▶	<u>001</u>				
1c Effective date of plan <u>01/01/1992</u>					
2a Plan sponsor's name and address; include room or suite number (employer, if for a single-employer plan) <u>PREMIER HEALTH CARE SERVICES, INC.</u> <u>332 CONGRESS PARK DR</u> <u>DAYTON, OH 45459-4133</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td>2b Employer Identification Number (EIN) <u>31-1212677</u></td> </tr> <tr> <td>2c Sponsor's telephone number <u>937-312-3627</u></td> </tr> <tr> <td>2d Business code (see instructions) <u>621111</u></td> </tr> </table>	2b Employer Identification Number (EIN) <u>31-1212677</u>	2c Sponsor's telephone number <u>937-312-3627</u>	2d Business code (see instructions) <u>621111</u>	
2b Employer Identification Number (EIN) <u>31-1212677</u>					
2c Sponsor's telephone number <u>937-312-3627</u>					
2d Business code (see instructions) <u>621111</u>					

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

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

SIGN HERE	Filed with authorized/valid electronic signature. Signature of plan administrator	<u>10/15/2013</u> Date	<u>WILLIAM COLE, JR.</u> 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 ☐ Same as Plan Sponsor Name ☐ Same as Plan Sponsor Address PREMIER HEALTH CARE SERVICES, INC. 332 CONGRESS PARK DR DAYTON, OH 45459-4133		3b Administrator's EIN 31-1212677
		3c Administrator's telephone number 937-312-3627
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		5 892
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	817
b Retired or separated participants receiving benefits.....	6b	0
c Other retired or separated participants entitled to future benefits.....	6c	247
d Subtotal. Add lines 6a , 6b , and 6c	6d	1064
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....	6e	0
f Total. Add lines 6d and 6e	6f	1064
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....	6g	1064
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....	6h	25
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: 2C		
b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:		
9a Plan funding arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor		9b Plan benefit arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor
10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)		
a Pension Schedules (1) ☒ R (Retirement Plan Information) (2) ☐ MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary (3) ☐ SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary		b General Schedules (1) ☒ H (Financial Information) (2) ☐ I (Financial Information – Small Plan) (3) ☐ A (Insurance Information) (4) ☒ C (Service Provider Information) (5) ☐ D (DFE/Participating Plan Information) (6) ☐ G (Financial Transaction Schedules)

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

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

A Name of plan <u>PREMIER HEALTH CARE SERVICES, INC. PENSION PLAN</u>	B Three-digit plan number (PN) ▶ <u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>PREMIER HEALTH CARE SERVICES, INC.</u>	D Employer Identification Number (EIN) <u>31-1212677</u>

Part I Service Provider Information (see instructions)

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

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

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

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

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

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

MORGAN STANLEY SMITH BARNEY LLC

7777 WASHINGTON VILLAGE DRIVE
SUITE 100
DAYTON, OH 45459

13-2919773

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28	INVESTMENT MANAGEMENT	449634	Yes ☒ No ☐	Yes ☐ No ☒	0	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 ☐

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

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

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

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

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

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

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

Part I Service Provider Information (continued)

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

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

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

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

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

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

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

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE H (Form 5500) 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
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For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012		
A Name of plan PREMIER HEALTH CARE SERVICES, INC. PENSION PLAN	B Three-digit plan number (PN) ►	001
C Plan sponsor's name as shown on line 2a of Form 5500 PREMIER HEALTH CARE SERVICES, INC.	D Employer Identification Number (EIN) 31-1212677	

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)	3025243	3838591
(2) Participant contributions	1b(2)		
(3) Other.....	1b(3)	64546	47492
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	0	2886188
(2) U.S. Government securities.....	1c(2)	8757164	8330467
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)	2016362	1906299
(B) All other.....	1c(3)(B)	0	0
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)	35670192	37012959
(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)		
(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)	16082152	18883375
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
(15) Other	1c(15)	1499518	5155178

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	67115177	78060549

Liabilities

g Benefit claims payable	1g		
h Operating payables	1h		
i Acquisition indebtedness	1i		
j Other liabilities	1j	0	0
k Total liabilities (add all amounts in lines 1g through 1j)	1k	0	0

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	67115177	78060549
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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)	7413348	
(B) Participants	2a(1)(B)		
(C) Others (including rollovers)	2a(1)(C)		
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		7413348
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	1093	
(B) U.S. Government securities	2b(1)(B)	312902	
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)		
(F) Other	2b(1)(F)	3596	
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		317591
(2) Dividends: (A) Preferred stock	2b(2)(A)	94607	
(B) Common stock	2b(2)(B)	889574	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	765487	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		1749668
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	52874995	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	52211420	
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		663575
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)	4424835	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		4424835

		(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)		1196658
c Other income.....	2c		
d Total income. Add all income amounts in column (b) and enter total.....	2d		15765675

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	4357772	
(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)		4357772
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)	5172	
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)	449634	
(4) Other	2i(4)	7725	
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		462531
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		4820303

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d.....	2k		10945372
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: KENTNER SELLERS, LLP

(2) EIN: 31-0787612

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

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

Part IV Compliance Questions

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

During the plan year:

a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.).....

b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.).....

	Yes	No	Amount
4a		X	
4b		X	

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

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

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

5b(1) Name of plan(s)

5b(2) EIN(s)	5b(3) PN(s)

Part V Trust Information (optional)

6a Name of trust

6b Trust's EIN

SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Retirement Plan Information This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110 2012 This Form is Open to Public Inspection.
---	--	--

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

A Name of plan <u>PREMIER HEALTH CARE SERVICES, INC. PENSION PLAN</u>	B Three-digit plan number (PN) ▶ <u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>PREMIER HEALTH CARE SERVICES, INC.</u>	D Employer Identification Number (EIN) <u>31-1212677</u>

Part I	Distributions
---------------	----------------------

All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....	1	<u>0</u>
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): <u>31-1212677</u>		
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.		
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year.....	3	<u>129</u>

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

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)?.....	☐ Yes	☐ No	☒ N/A
If the plan is a defined benefit plan, go to line 8.			
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month _____ Day _____ Year _____ If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.			
6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived)	6a	<u>7413348</u>	
b Enter the amount contributed by the employer to the plan for this plan year	6b	<u>7413348</u>	
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	<u>0</u>	
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): _____



PENSION PLAN

**FINANCIAL STATEMENTS
and SUPPLEMENTARY INFORMATION**

YEARS ENDED DECEMBER 31, 2012 and 2011

PREMIER HEALTH CARE SERVICES, INC. PENSION PLAN
YEARS ENDED DECEMBER 31, 2012 and 2011

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Independent Auditors' Report

To the Participants and Trustees of
Premier Health Care Services, Inc. Pension Plan

Report on the Financial Statements

We have audited the accompanying financial statements of the Premier Health Care Services, Inc. Pension Plan which comprise the statements of net assets available for benefits as of December 31, 2012 and 2011, and the related statement of changes in net assets available for benefits for the year ended December 31, 2012, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditors' Responsibility

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

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

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

Opinion

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

Report on Supplemental Information

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



KENTNER SELLERS, LLP

October 11, 2013

PREMIER HEALTH CARE SERVICES, INC. PENSION PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
DECEMBER 31, 2012 and 2011

	<u>2012</u>	<u>2011</u>
ASSETS:		
Investments, at Fair Value:		
Non-participant directed:		
Money market funds	\$ 2,886,188	\$ 2,065,247
Mutual funds	18,883,375	14,016,905
Common stocks	37,012,959	35,670,192
Corporate bonds	1,906,299	2,016,362
Government securities	8,330,467	8,757,164
Hedge funds	<u>5,155,178</u>	<u>1,499,518</u>
Total Investments	<u>74,174,466</u>	<u>64,025,388</u>
Receivables:		
Employer's contribution	3,838,591	3,025,243
Interest and dividends	47,481	64,546
Other receivables	<u>10</u>	<u>0</u>
Total Receivables	<u>3,886,082</u>	<u>3,089,789</u>
NET ASSETS AVAILABLE FOR BENEFITS	<u><u>\$ 78,060,548</u></u>	<u><u>\$ 67,115,177</u></u>

See Notes to Financial Statements.

**PREMIER HEALTH CARE SERVICES, INC. PENSION PLAN
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
FOR THE YEAR ENDED DECEMBER 31, 2012**

2012

ADDITIONS TO NET ASSETS ATTRIBUTED TO:

Contributions:

Employer \$ 7,413,348

Investment income:

Dividends 1,749,668

Interest 317,591

2,067,259

Net realized and unrealized appreciation in fair value of investments 6,285,067

Total Additions 15,765,674

DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:

Benefits paid to participants 4,357,772

Administrative expenses 462,531

Total Deductions 4,820,303

NET INCREASE 10,945,371

NET ASSETS AVAILABLE FOR BENEFITS - Beginning of Year 67,115,177

NET ASSETS AVAILABLE FOR BENEFITS - End of Year \$ 78,060,548

See Notes to Financial Statements.

PREMIER HEALTH CARE SERVICES, INC. PENSION PLAN
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2012 and 2011

NOTE A - DESCRIPTION OF THE PLAN

The following description of the Premier Health Care Services, Inc. Pension Plan is provided for general information purposes only. Participants should refer to the Plan Agreement for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution money purchase plan sponsored by Premier Health Care Services, Inc., (the Plan Sponsor) and covers all eligible employees. It is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Eligibility

Covered employees are eligible to become participants in the defined contribution plan when they complete at least one hour of service and are at least 21 years of age. If eligibility requirements are satisfied before July 31, the entry date is the later of the first day of the Plan Year or the participant's employment date. If eligibility requirements are satisfied after July 31, the entry date is the first day of the Plan Year immediately following eligibility requirements being met.

Contributions

Each year the Plan Sponsor makes contributions to four different employee groups which are cross tested as permitted by law. Those four groups are as follows:

- (a) Group I Members are Level 1 Clinicians/Doctors and Officers of the Plan Sponsor eligible to participate in the Plan whose compensation is \$220,000 or greater. Group I members are eligible to receive a \$22,000 contribution.
- (b) Group II Members are Level 2 Clinicians/Doctors and Officers of the Plan Sponsor eligible to participate in the Plan whose compensation is less than \$220,000. Group II members are eligible to receive a contribution equal to 9.25% of compensation.
- (c) Group III Members are all participants in the Plan who are not Group I, Group II, or Group IV Members. Group III Members are eligible to receive a contribution equal to 6% of compensation.
- (d) Group IV Members include each doctor who has completed less than three years of service and is designated as a Clinical Specialist or hospitalist by the Plan Sponsor. Group IV Members are eligible to receive a contribution equal to 1% of compensation.

PREMIER HEALTH CARE SERVICES, INC. PENSION PLAN
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2012 and 2011

NOTE A - DESCRIPTION OF THE PLAN (Continued)

Participant Accounts

Each participant's account is credited with its share of the employer contribution (as defined by the Plan) and its proportionate share of plan earnings and losses, net of plan expenses. Each participant is entitled only to the benefits that can be provided from that participant's account. All investment income or loss is allocated to eligible participants as of the last day of the Plan Year, and any other date designated as such by the Plan Administrator in a nondiscriminatory manner, based on the proportionate share of all plan assets as of the beginning of the Plan Year.

Investment Options

Under the Plan Adoption Agreement, the Plan Sponsor has designated the trustees to administer the Plan and invest plan assets. The trustees have engaged a custodian and investment advisors to assist them in the selection of the following non-participant directed investment options:

Large Cap Value - Managed by Davis Advisors, this fund invests primarily in common stocks of large-sized companies.

Large Cap Core - Managed by Atalanta/Sosnoff Capital, this fund invests primarily in common stocks of large-sized companies.

Large Cap Growth - Managed by GW Capital, this fund invests primarily in common stocks of large-sized companies.

All Cap Growth - Managed by Clearbridge Asset Management, this fund invests primarily in common stocks of large-sized companies.

Fixed Income - Managed by Seix Investment Advisors, this fund invests primarily in government and corporate bonds, and mortgage and asset-backed securities.

International Equity - Managed by Thornburg Investment Management, this fund invests primarily in common stocks of international companies.

International Growth - Managed by Lazard Asset Management, this fund invests primarily in common stocks of international companies.

Mid-Cap Core - Managed by Apex Capital Management, this fund invests primarily in common stocks of medium-sized value, core, or growth companies.

Money Funds - These funds invest primarily in money funds and bank deposit programs.

PREMIER HEALTH CARE SERVICES, INC. PENSION PLAN
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2012 and 2011

NOTE A - DESCRIPTION OF THE PLAN (Continued)

Investment Options (Continued)

Total Return - Managed by PIMCO, this fund invests primarily in mortgage-backed securities, government bonds, and mutual funds.

Real Estate Investment Trust - Managed by Invesco Capital Management, this fund invests primarily in mortgaged-backed securities.

Hedge Funds - Managed by UBP, these funds of hedge funds hold investments among a number of managers, investment vehicles, markets, trading styles, and/or asset categories in order to attempt to produce consistent, above-average risk adjusted, long-term returns.

Vesting

Employees vest in their accounts according to the following schedule:

<u>Years of Service</u>	<u>Non-Forfeitable Percentage</u>
Less than 2	0%
2 but less than 3	50%
3 or more	100%

Forfeited Accounts

Forfeitures will be reallocated following the date on which a terminated participant incurs five consecutive one-year breaks in service or following the date on which a terminated participant receives payment of his vested account balance. The Plan provides for forfeitures to be applied first to restore any amounts attributable to employer contributions related to a break in service. Remaining forfeitures, if any, are to be used to reduce the required employer contribution.

Forfeitures totaled \$447,374 and \$185,085 for 2012 and 2011, respectively, and were used to reduce the employer contribution.

PREMIER HEALTH CARE SERVICES, INC. PENSION PLAN
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2012 and 2011

NOTE A - DESCRIPTION OF THE PLAN (Continued)

Payment of Benefits

Benefits are recorded when paid. Upon termination of service, a participant may elect to receive:

- (a) A lump sum distribution equal to the value of their account,
- (b) Equal installments over a period of not more than the participant's assumed life expectancy, or
- (c) An annuity payable for the life of the participant, with the option of a 50% survivor annuity payable to the participant's spouse for the remainder of his or her life.

NOTE B - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

The Plan prepares its financial statements using the accrual basis of accounting.

Investment Valuation and Income Recognition

Investments are reported at fair value as determined by the custodian and trustees. The fair value of marketable securities is based on quotations obtained from national securities exchanges. Quotations are obtained from other published sources when marketable securities are not listed on an exchange. See Note E for discussion of fair value measurements.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Net appreciation (depreciation) includes the Plan's realized and unrealized gains and losses on investments during the year.

Use of Estimates

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

PREMIER HEALTH CARE SERVICES, INC. PENSION PLAN
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2012 and 2011

NOTE B - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Administrative Expenses

Administrative fees are paid by both the Plan and Plan Sponsor. Plan expenses paid by the Plan include fees for trading and investment management, and advisory services. Audit, legal, and accountant expenses are paid primarily by the Plan Sponsor. In addition, certain administrative functions are performed by officers or employees of the Plan Sponsor. No such officer or employee receives compensation from the Plan.

Amendments

Effective September 1, 2012, the Plan was amended to define "Normal Retirement Age" for participants who became employees of the Plan Sponsor prior to September 1, 2012, as age fifty-five. Normal retirement age for participants who become employees of the Plan Sponsor on or after September 1, 2012, will be age fifty-nine and one-half.

Effective September 1, 2012, the Plan was amended for the definition of Group IV members (Note A). Group IV members will include Plan participants hired on or after September 1, 2012, who have completed less than three years of service and are designated by the Plan Sponsor as a hospitalist. In addition, Group IV members shall include employees reclassified as a hospitalist after September 1, 2012, who have completed less than three years of service as a hospitalist.

Effective December 21, 2011, the Plan was amended and restated to reflect the provisions of the Worker, Retiree and Employer Recovery Act (WRERA) and certain other provisions of applicable law and the applicable regulations that are generally effective after December 31, 2008.

Reclassifications

Certain reclassifications have been made to the 2011 financial statement to conform to 2012 presentations.

NOTE C - CONCENTRATION OF CREDIT RISK

The Plan maintains its cash balances in cash accounts and various money market funds. The Federal Deposit Insurance Corporation (FDIC) insures these accounts up to \$250,000. At various times during the year, some or all of these funds may be uninsured or exceed insurance limits.

PREMIER HEALTH CARE SERVICES, INC. PENSION PLAN
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2012 and 2011

NOTE D - INVESTMENTS

As of December 31, 2012 and 2011, the following investments that represent 5% or more of the Plan's net assets are separately identified:

	<u>2012</u>	<u>2011</u>
Non-Participant Directed Investments:		
Investments at fair value as determined by quoted market price:		
Mutual Funds:		
First Eagle Global Fund Class A	\$ 8,360,498	\$ 6,784,487
All other investments	<u>65,813,968</u>	<u>57,240,901</u>
Total Investments	<u>\$ 74,174,466</u>	<u>\$ 64,025,388</u>

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

NET APPRECIATION IN VALUE

	<u>2012</u>
Investments at fair value as determined by quoted market price:	
Non-participant directed - common stocks	\$ 4,821,578
Non-participant directed - preferred stock	143,676
Non-participant directed - mutual funds	1,226,399
Non-participant directed - government securities	12,206
Non-participant directed - hedge funds	<u>81,208</u>
Net Appreciation in Value	<u>\$ 6,285,067</u>

PREMIER HEALTH CARE SERVICES, INC. PENSION PLAN
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2012 and 2011

NOTE E - FAIR VALUE MEASUREMENTS

FASB Accounting Standards Codification (ASC) 820-10, Fair Value Measurements, establishes a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy under FASB ASC 820-10 are described below:

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.

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

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2012.

Common stocks, preferred debt, corporate bonds, and U.S. government securities: Valued at the closing price reported on the active market on which the individual securities are traded.

Mutual Funds and Money Market Funds: Valued at the net asset value (NAV) of shares held by the Plan at year-end.

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

PREMIER HEALTH CARE SERVICES, INC. PENSION PLAN
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2012 and 2011

NOTE E - FAIR VALUE MEASUREMENTS (Continued)

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

	Assets at Fair Value as of December 31, 2012			
	Level 1	Level 2	Level 3	Total
Mutual funds - blended	\$ 8,360,498	\$ 0	\$ 0	\$ 8,360,498
Mutual funds - bonds	9,326,787	0	0	9,326,787
Mutual funds - large cap	1,196,090	0	0	1,196,090
Money market funds	2,886,188	0	0	2,886,188
Common stocks - consumer discretionary	4,387,695	0	0	4,387,695
Common stocks - consumer staples	2,154,651	0	0	2,154,651
Common stocks - energy	2,741,366	0	0	2,741,366
Common stocks - financials	4,416,170	0	0	4,416,170
Common stocks - health care	2,702,571	0	0	2,702,571
Common stocks - industrials	2,480,672	0	0	2,480,672
Common stocks - information technology	4,879,560	0	0	4,879,560
Common stocks - materials	1,289,143	0	0	1,289,143
Common stocks - telecommunication services	600,015	0	0	600,015
Common stocks - utilities	408,331	0	0	408,331
Common stocks - other	10,952,785	0	0	10,952,785
Corporate bonds	1,906,299	0	0	1,906,299
Government securities	8,330,467	0	0	8,330,467
Hedge funds	<u>0</u>	<u>5,155,178</u>	<u>0</u>	<u>5,155,178</u>
Total Assets at Fair Value	<u>\$ 69,019,288</u>	<u>\$ 5,155,178</u>	<u>\$ 0</u>	<u>\$ 74,174,466</u>

PREMIER HEALTH CARE SERVICES, INC. PENSION PLAN
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2012 and 2011

NOTE E - FAIR VALUE MEASUREMENTS (Continued)

	Assets at Fair Value as of December 31, 2011			
	Level 1	Level 2	Level 3	Total
Mutual funds - blended	\$ 6,784,487	\$ 0	\$ 0	\$ 6,784,487
Mutual funds - bonds	6,246,262	0	0	6,246,262
Mutual funds - large cap	986,156	0	0	986,156
Money market funds	2,065,247	0	0	2,065,247
Common stocks - consumer discretionary	3,925,284	0	0	3,925,284
Common stocks - consumer staples	2,485,495	0	0	2,485,495
Common stocks - energy	2,892,155	0	0	2,892,155
Common stocks - financials	3,719,499	0	0	3,719,499
Common stocks - health care	2,870,446	0	0	2,870,446
Common stocks - industrials	2,677,628	0	0	2,677,628
Common stocks - information technology	4,942,480	0	0	4,942,480
Common stocks - materials	1,329,014	0	0	1,329,014
Common stocks - telecommunication services	503,332	0	0	503,332
Common stocks - utilities	394,780	0	0	394,780
Common stocks - other	9,930,079	0	0	9,930,079
Corporate bonds	2,016,362	0	0	2,016,362
Government securities	8,757,164	0	0	8,757,164
Hedge funds	<u>0</u>	<u>1,499,518</u>	<u>0</u>	<u>1,499,518</u>
Total Assets at Fair Value	<u>\$ 62,525,870</u>	<u>\$ 1,499,518</u>	<u>\$ 0</u>	<u>\$ 64,025,388</u>

NOTE F - MONEY PURCHASE PLAN

As a money purchase plan, the Plan has certain minimum contribution requirements, which have been met for 2012 and 2011.

PREMIER HEALTH CARE SERVICES, INC. PENSION PLAN
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2012 and 2011

NOTE G - BENEFITS PAYABLE

The vested benefit payable to participants terminated prior to year-end was \$12,980,091 and \$9,498,072 as of December 31, 2012 and 2011, respectively.

NOTE H - RELATED PARTY TRANSACTIONS

Certain plan investments are notes and shares of common stock of Citigroup and its wholly owned affiliates. Citigroup is the Plan Custodian's parent company; therefore, these transactions qualify as party-in-interest transactions.

NOTE I - INCOME TAX STATUS

The Plan obtained a favorable tax determination letter as of April 23, 2001, in which the Internal Revenue Service stated that the Plan, as then designed, was in compliance with the applicable requirements of the Internal Revenue Code (IRC). Subsequent amendments have been made to the Plan, and these changes have not been submitted for a determination letter. However, the Plan Sponsor believes that the Plan was qualified and was being operated in compliance with the applicable provisions of the IRC. Therefore, no income taxes have been provided for in the financial statements.

Accounting principles generally accepted in the United States of America require plan management to evaluate tax positions taken by the Plan and recognize a tax liability if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan Administrator believes it is no longer subject to income tax examinations for years prior to 2010.

NOTE J - PLAN TERMINATION

Although it has not expressed any intent to do so, the Plan Sponsor 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 one hundred percent (100%) vested in their accounts.

PREMIER HEALTH CARE SERVICES, INC. PENSION PLAN
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2012 and 2011

NOTE K - RISKS AND UNCERTAINTIES

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

NOTE L - SUBSEQUENT EVENT

The Company has evaluated subsequent events through October 11, 2013, the date which the financial statements were available to be issued.

**SUPPLEMENTARY
INFORMATION**

Premier Health Care Services, Inc. Pension Plan
Part IV, Line 4i
Schedule of Assets (Held at End of Year)
EIN 31-1212677, PLAN # 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
	Acadia Rlty Tr	1,398 Shares	28,036	35,062
	Accenture PLC Ireland	1,130 Shares	66,181	75,145
	Ace Ltd.	1,000 Shares	72,781	79,800
	Adidas AG	2,499 Shares	92,258	111,955
	Affiliated Mgrs Group Inc.	168 Shares	20,578	21,865
	Agilent Technologies Inc.	2,229 Shares	59,581	91,255
	AIA Group Ltd.	7,387 Shares	111,087	116,936
	Air Products & Chemicals Inc.	800 Shares	70,570	67,216
	Akamai Technologies Inc.	3,837 Shares	101,826	156,971
	Akbank Turk Anonim	3,401 Shares	31,240	34,180
	Albemarle Corp	414 Shares	22,513	25,718
	Alexandria Real Est Eqt	931 Shares	66,318	64,537
	Alleghany Corp	239 Shares	0	80,165
	Alliance Data Systems Corp	277 Shares	38,635	40,099
	Amazon Com Inc.	1,150 Shares	163,185	288,501
	AMC Networks Inc.	788 Shares	29,613	39,006
	Amer Intl Gp Inc.	1,731 Shares	61,116	61,104
	America Movil	2,272 Shares	57,199	52,574
	American Express Co	6,918 Shares	344,673	397,646
	American Tower Corp	4,195 Shares	239,670	324,148
	American Tower Reit Com	1,000 Shares	75,730	77,270
	Ameriprise Finl Inc	989 Shares	47,326	61,941
	Amgen Inc.	750 Shares	34,437	64,650
	Anadarko Petroleum Corp.	2,183 Shares	133,520	162,219
	Anheuser-Busch	1,211 Shares	69,417	105,854
	Apache Corp	1,260 Shares	136,160	98,910
	Apple Inc.	532 Shares	109,072	283,116
	Arm Holdings	1,903 Shares	14,592	71,991
	Ashland Inc.	985 Shares	59,902	79,204
	ASML Holding	926 Shares	38,155	59,625
	Aspen Insurance	1,980 Shares	49,192	63,518
	Assa Abloy	6,475 Shares	88,081	119,852
	AT&T Inc.	5,750 Shares	96,176	92,703
	Autodesk Inc.	2,917 Shares	112,289	103,116
	Autoliv Inc.	593 Shares	32,845	39,962
	Autonation Inc.	703 Shares	27,765	27,909
	Avalonbay Cmnty Inc.	1,423 Shares	182,622	192,945
	Baidu Inc.	870 Shares	103,398	87,252
	Ball Corp.	2,000 Shares	85,298	89,500
	Banco Do Brasil	5,999 Shares	82,677	76,007
	Banco Macro	1,385 Shares	38,731	25,124
	Bank New York Mellon Corp.	11,075 Shares	324,429	284,628
	Bank of America Corp	3,200 Shares	31,672	37,152
	BCE Inc	2,250 Shares	98,408	96,615
	Bed Bath & Beyond	3,634 Shares	137,138	203,177
	Berkshire Hathaway Inc.	2,515 Shares	230,728	225,596
	BG Group	4,186 Shares	73,336	69,948
	Bidvest Group Ltd.	857 Shares	37,768	44,478
	Biogen Idec Inc.	2,488 Shares	215,590	364,169
	Blackrock Inc.	933 Shares	154,660	192,861
	Boeing Co	1,283 Shares	89,717	96,687
	Boston Properties Inc.	714 Shares	69,630	75,548
	Bristol Myers Squibb Co	4,518 Shares	155,981	147,242
	Broadcom Corp.	5,460 Shares	159,107	181,327

See Independent Auditors' Report.

Premier Health Care Services, Inc. Pension Plan
Part IV, Line 4i
Schedule of Assets (Held at End of Year)
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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
	Brookdale Sr Living Inc.	3,325 Shares	84,945	84,189
	Burberry Group	1,287 Shares	50,229	52,484
	Cablevision Systems Corp.	3,507 Shares	85,086	52,395
	Cameron International Corp	1,670 Shares	80,730	94,288
	Canadian Natural Res Ltd	4,300 Shares	138,573	124,141
	Canadian Ntl Railway Co	1,260 Shares	62,261	114,673
	Capital One Finl Corp	2,746 Shares	111,946	159,076
	Cardtronics Inc.	330 Shares	7,703	7,834
	Carnival Corp.	3,541 Shares	131,768	130,203
	CBL & Assoc Pptys Inc.	1,374 Shares	29,997	29,143
	CBRE Group Inc.	1,853 Shares	32,170	36,875
	Celgene Corp	1,791 Shares	96,066	140,540
	Check Point Software Tech	1,460 Shares	80,928	69,554
	Chevron Corp	1,306 Shares	137,168	141,231
	China Constr Bk Corp	5,316 Shares	79,591	86,279
	China Mobile Ltd.	1,183 Shares	61,607	69,466
	Cielo	2,567 Shares	46,067	74,058
	Cintas Corp	1,660 Shares	52,000	67,894
	Cisco Sys Inc.	2,498 Shares	58,467	49,084
	Citigroup Inc.	7,809 Shares	212,519	308,924
	Citrix Systems Inc.	1,422 Shares	87,331	93,312
	Clicks Group Limited	1,686 Shares	41,644	52,502
	CME Group Inc.	1,100 Shares	66,808	55,737
	CMS Energy	3,000 Shares	72,057	73,140
	CNO Financial Group Inc.	6,590 Shares	48,970	61,485
	Cnooc Ltd.	206 Shares	40,147	45,320
	CNOOC Ltd.	473 Shares	74,497	104,060
	Coca Cola Co	5,680 Shares	162,753	205,900
	Coinstar Inc.	674 Shares	29,259	35,055
	Comcast Corp.	12,347 Shares	285,132	448,144
	Commercial Intl Bk	4,802 Shares	26,299	28,812
	Companhia De Bebidas	1,097 Shares	36,722	46,063
	Compass Group PLC	4,863 Shares	57,425	58,259
	Compass Minerals Intl Inc.	420 Shares	30,362	31,378
	Costco Wholesales Corp.	2,694 Shares	185,786	265,979
	Covidien PLC	1,225 Shares	55,137	70,732
	Cree Inc.	2,797 Shares	84,872	95,042
	Crown Holdings Inc.	1,865 Shares	75,000	68,651
	CSX Corp	1,000 Shares	22,694	19,730
	Cubalmart Com	2,281 Shares	30,082	33,234
	Cullen Frost Bankers Inc.	461 Shares	25,151	25,019
	CVS Caremark Corp	13,623 Shares	474,038	658,672
	Darling Intl Inc. Com	3,790 Shares	50,029	60,792
	Dassault Systems	644 Shares	34,517	72,830
	DCT Industrial Trust Inc.	8,930 Shares	49,413	57,956
	DDR Corp	7,396 Shares	106,140	115,821
	Deere & Co	566 Shares	46,006	48,914
	Deutsche	1,305 Shares	56,617	57,798
	Devon Energy Corp.	2,350 Shares	205,154	122,294
	Diageo	1,312 Shares	114,797	152,953
	Diamondrock Hosp Co	3,121 Shares	30,938	28,089
	Dice	1,101 Shares	8,990	10,107
	Digital Realty Tr Inc.	986 Shares	60,487	66,940
	Dillard's Inc.	256 Shares	21,072	21,445

See Independent Auditors' Report.

Premier Health Care Services, Inc. Pension Plan
Part IV, Line 4i
Schedule of Assets (Held at End of Year)
EIN 31-1212677, PLAN # 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
	Directv CL A	1,170 Shares	39,020	58,687
	Dolby Laboratories Inc.	3,493 Shares	113,765	102,450
	Dominion Res Inc.	1,750 Shares	91,836	90,650
	DSW Inc.	351 Shares	20,331	23,057
	Duke Realty Corp	4,778 Shares	64,730	66,271
	Eagle Matls Inc.	467 Shares	23,931	27,320
	Eastman Chemical Co	1,250 Shares	76,714	85,063
	Eaton Corp	1,970 Shares	96,342	106,735
	Ebay Inc.	6,494 Shares	229,196	331,180
	Elektro B Shs	3,792 Shares	58,546	60,520
	Embraer S A-BRL	4,259 Shares	118,318	121,424
	EMC Corp	7,610 Shares	197,974	192,533
	Enbridge Energy	1,750 Shares	50,618	48,825
	Energysys	408 Shares	13,146	15,353
	Ensco	1,103 Shares	50,550	65,386
	Entegris Inc.	2,258 Shares	18,362	20,728
	Enterprise Prod	1,500 Shares	79,556	75,120
	EOG Resources Inc.	3,015 Shares	270,588	364,182
	Equity Residential	1,642 Shares	90,160	93,052
	Essex Property Trust Inc.	884 Shares	119,791	129,639
	Expedia Inc.	978 Shares	54,253	60,088
	Express Scripts Co	5,452 Shares	17,777	294,408
	Exxon Mobil Corp	1,416 Shares	109,575	122,555
	Fanuc Ltd Japan	3,919 Shares	58,200	121,763
	FEI Company	410 Shares	20,705	22,743
	First American Finl Corp	1,055 Shares	20,359	25,415
	Fleetcor Technologies	485 Shares	23,576	26,020
	FLSMIDTH & CO	9,619 Shares	63,284	55,502
	Fluor Corp	2,450 Shares	117,203	143,913
	Forest Laboratories Inc.	4,276 Shares	149,185	151,028
	Forest Oil Corp	7,874 Shares	119,643	52,677
	Freeport MC Moran Copper & Gold	4,620 Shares	152,583	158,004
	Fresenius Medical Care	3,666 Shares	83,658	125,744
	Gartner Inc.	719 Shares	32,536	33,088
	Gazprom	4,212 Shares	44,812	40,983
	General Electric Co.	12,945 Shares	280,833	271,715
	General Growth Properties Inc.	3,694 Shares	58,366	73,326
	General Motors Company	7,673 Shares	185,931	221,213
	Genesis Energy	2,500 Shares	82,491	89,300
	Genomic Health Inc.	256 Shares	7,066	6,973
	Genuine Parts Co	1,250 Shares	79,257	79,475
	Genworth Finl Inc.	11,710 Shares	88,287	87,942
	Gilead Sciences Inc.	2,737 Shares	132,758	201,033
	Goldman Sachs Grp Inc.	738 Shares	91,811	94,139
	Google Inc.	731 Shares	352,369	517,095
	Grupo Televisa	1,678 Shares	35,322	44,601
	H J Heinz Co	1,500 Shares	84,112	86,520
	Halliburton Co	3,723 Shares	126,010	129,151
	Hang Lung Properties Ltd.	4,010 Shares	74,397	80,802
	Hanger Inc.	382 Shares	8,699	10,452
	Harley-Davidson Inc.	2,791 Shares	109,193	136,285
	Harris Corp	1,230 Shares	59,944	60,221
	HCP Incorp.	1,789 Shares	78,333	80,791
	Health Care Reit Inc.	2,260 Shares	125,879	138,515

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Premier Health Care Services, Inc. Pension Plan
Part IV, Line 4i
Schedule of Assets (Held at End of Year)
EIN 31-1212677, PLAN # 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
	Healthcare Realty Trust Inc.	1,339 Shares	26,478	32,149
	Heartland Payment Sys Inc.	786 Shares	21,212	23,187
	Helmerich & Payne	451 Shares	21,327	25,261
	Hennes & Mauritz	18,713 Shares	105,054	129,307
	Hershey Co	1,000 Shares	73,284	72,220
	Hertz Global	7,357 Shares	113,481	119,698
	Hewlett Packard Co.	1,450 Shares	53,778	20,663
	Hillshire Brands Co	1,515 Shares	43,188	42,632
	Home Depot Inc.	6,154 Shares	217,111	380,625
	Hong Kong Exchanges And Cleari	4,724 Shares	61,518	81,536
	Host Hotels & Resorts Inc.	7,992 Shares	123,558	125,235
	HSBC	2,247 Shares	103,258	119,248
	Hudson Pacific Properties	853 Shares	13,680	17,964
	IAC Interactivecorp Com	993 Shares	42,613	46,911
	Idacorp Inc.	1,750 Shares	74,278	75,863
	Illumina Inc.	870 Shares	41,434	48,363
	Immunogen Inc.	2,570 Shares	22,083	32,768
	Incyte Corp	557 Shares	9,117	9,252
	Industrial & Coml Bk China	7,331 Shares	103,010	106,129
	Informatica Corp	434 Shares	15,915	13,159
	Ingredion Inc.	830 Shares	39,202	53,477
	Intel Corp	2,500 Shares	64,197	51,550
	Intl Business Machines Corp	873 Shares	125,766	167,224
	Intuit Inc.	1,275 Shares	56,251	75,831
	Invesco Ltd	2,500 Shares	58,700	65,225
	Iron Mountain Inc.	4,495 Shares	140,416	139,570
	Ishares Russell 2000	4,412 Shares	370,493	372,010
	Ishares TR Russell Midcap	3,295 Shares	362,748	372,665
	ISIS Pharmaceuticals	2,079 Shares	18,990	21,705
	ITAU Unibanco Banco	7,112 Shares	134,829	117,064
	IXIA	935 Shares	12,982	15,876
	Jabil Circuit Inc	1,542 Shares	26,754	29,745
	Janus Capital Group Inc.	2,268 Shares	18,099	19,323
	Jarden Corp	701 Shares	35,300	36,242
	John Wiley & Sons Inc.	1,050 Shares	48,159	40,877
	Johnson & Johnson	1,895 Shares	125,104	132,840
	JPMorgan Chase & Co	6,944 Shares	268,390	305,321
	Juniper Networks Inc.	5,824 Shares	119,309	114,558
	Kapstone Paper and Packaging	520 Shares	10,462	11,539
	KB Financial Group	1,489 Shares	52,860	53,455
	KDDI Corp	3,780 Shares	64,778	66,604
	Keycorp	5,030 Shares	37,374	42,353
	Kilroy Realty Corp	1,388 Shares	57,513	65,750
	Kimberly Clarke	4,323 Shares	43,197	55,767
	Kingfisher	14,379 Shares	92,152	132,862
	KLA Tencor Corp	1,035 Shares	43,837	49,432
	Koc Holdings	1,974 Shares	37,799	51,640
	Komatsu Ltd.	5,377 Shares	115,283	138,243
	Kraft Foods Inc	698 Shares	25,165	31,738
	L-3 Communications	1,479 Shares	145,671	113,321
	Las Vegas Sands Corp	2,681 Shares	124,632	123,755
	Lender Processing Serv	907 Shares	21,490	22,330
	LI & Fung Ltd	21,138 Shares	77,054	75,674
	Liberty Media Corp Cap A.	517 Shares	25,965	59,977

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Premier Health Care Services, Inc. Pension Plan
Part IV, Line 4i
Schedule of Assets (Held at End of Year)
EIN 31-1212677, PLAN # 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
	Liberty Media Interactive S A.	3,638 Shares	51,044	71,596
	Limited Brands Inc.	1,500 Shares	73,166	70,590
	LKQ Corp	761 Shares	15,507	16,057
	Lockheed Martin Corp	800 Shares	72,006	73,832
	Loews Corp	4,900 Shares	219,079	199,675
	Lowes Companies Inc.	17,725 Shares	62,099	62,941
	Lukoil Oil	657 Shares	37,282	44,348
	LVMH Moet Hennessy Louis Vuitt	4,606 Shares	86,915	173,600
	M&T Bank Corp	1,000 Shares	91,323	98,470
	Macerich Company	2,336 Shares	123,078	136,189
	Manpower Group	680 Shares	30,962	28,859
	Marsh & McLennan Cos Inc.	1,765 Shares	59,407	60,840
	Masco Corp	4,500 Shares	74,893	74,970
	Mastercard inc.	223 Shares	77,711	109,555
	Mattel Inc.	2,000 Shares	70,909	73,240
	MeadwestVaco Corp	2,140 Shares	70,372	68,202
	Mercadolibre Inc.	1,403 Shares	93,894	110,206
	Michelin CGDE	4,622 Shares	66,691	88,696
	Microsoft Corp	8,662 Shares	274,557	231,359
	Mitsubishi UFJ Finl Group	16,398 Shares	94,135	88,877
	Mobile Telesystems	3,374 Shares	63,361	62,925
	Mondelez Intl Inc. Com	1,936 Shares	0	49,277
	Monsanto Co	1,910 Shares	146,650	180,782
	Myriad Genetic Inc.	346 Shares	10,374	9,429
	Nasdaq OMX Corp.	1,665 Shares	54,584	41,608
	National Oilwell Varco Inc.	743 Shares	11,824	50,784
	Nedbank Group Ltd.	2,168 Shares	42,169	48,867
	Nestle	3,003 Shares	160,336	195,706
	Netapp Inc Com	1,877 Shares	63,325	62,973
	NETAPP Inc.	2,088 Shares	92,207	70,052
	Netease.com Inc.	632 Shares	27,991	26,879
	News Corp	8,285 Shares	146,276	211,350
	Nike Inc.	1,450 Shares	59,623	74,820
	Nordson	500 Shares	29,616	31,560
	Nordstrom Inc	1,000 Shares	56,522	53,500
	Northeast Utilities	2,000 Shares	78,450	78,160
	Novartis AG	2,063 Shares	107,056	130,588
	Novo-Nordisk	959 Shares	66,845	156,518
	Nucor Corp	2,232 Shares	93,997	96,333
	NXP Semiconductors	1,019 Shares	24,238	26,820
	Occidental Petroleum Corp.	2,800 Shares	208,323	214,508
	Oceaneering Intl Inc.	1,250 Shares	65,193	67,238
	Oil State Intl Inc.	445 Shares	34,534	31,835
	Omega Healthcare Investors Inc	3,095 Shares	65,084	73,816
	Oneok Inc.	2,100 Shares	73,524	89,775
	Onyx Pharmaceuticals Inc.	135 Shares	9,291	10,197
	Oracle Corp	2,840 Shares	82,345	94,629
	Orascom Constr Inds	940 Shares	40,988	39,433
	Oriflmae Cosmetics	2,314 Shares	52,572	36,723
	Owens Illinois Inc.	3,720 Shares	93,293	79,124
	Pall Corp.	1,399 Shares	56,911	84,304
	Panera Bread Co	193 Shares	30,611	30,654
	Parexel Intl Corp	1,058 Shares	32,362	31,306
	Peabody Energy Corp	1,148 Shares	32,159	30,548

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Premier Health Care Services, Inc. Pension Plan
Part IV, Line 4i
Schedule of Assets (Held at End of Year)
EIN 31-1212677, PLAN # 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
	Pearson	4,353 Shares	81,960	85,058
	Pebblebrook Hotel Trust	1,326 Shares	28,286	30,631
	Penn National Gaming Inc.	411 Shares	14,549	20,184
	Pentair Ltd.	642 Shares	0	31,554
	Pepsico Inc.	2,825 Shares	200,178	193,315
	Petsmart Inc.	691 Shares	46,877	47,223
	Pfizer Inc.	13,654 Shares	290,959	342,433
	Philips Morris Intl Inc.	1,150 Shares	49,930	96,186
	Phillippine Long Distance	985 Shares	56,652	60,390
	Piedmont Office Realty Trust	1,476 Shares	26,222	26,642
	Plains all American Piplin	1,750 Shares	77,701	79,170
	PNC Finl Svc	1,250 Shares	74,260	72,888
	Polaris Industries Inc.	415 Shares	33,727	34,922
	Post Properties Inc.	807 Shares	39,439	40,310
	Potash Corp	3,330 Shares	146,030	135,498
	PPC Limited	3,356 Shares	878	26,949
	Precision Castparts Corp	411 Shares	52,660	77,852
	Procter & Gamble Co.	687 Shares	49,577	46,640
	Progressive Corp.	6,150 Shares	118,024	129,765
	Prologis	3,805 Shares	72,244	138,845
	PT BK Mandiri Persero	5,975 Shares	46,788	50,094
	PT Telekomunakasi	1,705 Shares	60,237	63,000
	PTT Exploration and Prod	2,406 Shares	26,688	26,418
	Public Storage	241 Shares	35,400	34,935
	Publicis Groupe	6,650 Shares	72,690	100,814
	PVH Corp	217 Shares	23,768	24,089
	Qualcomm Inc.	4,747 Shares	268,701	293,648
	Rackspace Hosting Inc.	590 Shares	35,722	43,819
	Raymond James Finl Inc.	2,000 Shares	69,725	77,060
	Rayonier Inc.	1,297 Shares	56,436	67,224
	Reckitt Benckiser	10,268 Shares	97,995	131,636
	Redwood Trust Inc.	3,315 Shares	50,807	55,990
	Retail Opportunity Invest	2,280 Shares	25,287	29,302
	Reynolds American Inc.	2,000 Shares	89,060	82,860
	RIO Tinto	1,127 Shares	63,549	65,467
	Robert Half Int	636 Shares	16,899	20,238
	Royal Bk Scotland Group	5,618 Shares	56,152	60,618
	Sabmiller	1,512 Shares	39,584	70,747
	Sally Beauty	481 Shares	12,186	11,337
	Sandisk Corp.	2,153 Shares	66,122	93,656
	Sandridge Energy Inc.	2,441 Shares	12,717	15,500
	Sanlam Ltd.	1,515 Shares	28,479	40,663
	Sap Ag	1,829 Shares	86,218	147,015
	SBA Communications Corp	1,020 Shares	40,197	72,400
	SBERBANK	10,884 Shares	123,789	136,703
	Schlumberger Ltd	4,576 Shares	297,565	317,111
	Schwab Charles Corp	9,478 Shares	135,661	136,104
	Seagate Technology Ireland	3,837 Shares	28,022	116,722
	Select Medical	868 Shares	8,886	8,185
	Semen Gresik	937 Shares	20,990	30,078
	Senior Housing Ppty	948 Shares	21,269	22,411
	Shinhan Finl Grp Co	1,532 Shares	56,800	56,133
	Shoprite Holdings	999 Shares	29,814	48,801
	Siemens	844 Shares	97,066	92,393

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Premier Health Care Services, Inc. Pension Plan
Part IV, Line 4i
Schedule of Assets (Held at End of Year)
EIN 31-1212677, PLAN # 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
	Signet Jewelers Limited	827 Shares	42,570	44,162
	Silgan	746 Shares	31,216	30,989
	Simon ppty Group Inc.	1,510 Shares	164,944	238,716
	SL Green Realty Corp	727 Shares	54,693	55,725
	SLM Corp	3,035 Shares	50,559	51,990
	Solarwinds Inc.	671 Shares	34,510	35,194
	Southern Copper Corp	1,247 Shares	40,160	47,211
	Standard Bank Group	2,536 Shares	35,572	36,075
	Starwood Hotels & Resorts	251 Shares	13,123	14,397
	Swatch Group	3,951 Shares	76,320	100,355
	Syngenta	1,399 Shares	100,879	113,039
	Taiwan Semiconductor	8,165 Shares	106,235	140,111
	Target Corp	1,482 Shares	93,335	87,690
	TE Connectivity Ltd.	3,372 Shares	37,943	125,169
	Tencent Holdings	3,846 Shares	80,230	125,572
	Teva Pharm Inds Ltd.	2,721 Shares	134,343	101,602
	Texas Instruments Inc	5,415 Shares	156,605	167,270
	The ADT Corporation Inc.	1,339 Shares	0	62,250
	Thermo Fisher Scientific	1,554 Shares	77,247	99,114
	Tibco Software Inc.	1,543 Shares	37,259	33,915
	Tidewater Inc.	1,120 Shares	57,879	50,042
	Tiger Brands Ltd.	1,048 Shares	29,493	40,778
	Time Warner Cable Inc.	1,813 Shares	165,122	176,206
	Toronto Dom Bk	1,000 Shares	79,967	84,330
	Total System Svcs	1,511 Shares	32,708	32,366
	Towers Watson & Co	631 Shares	31,652	35,469
	Toyota Motor Corp.	1,620 Shares	142,522	151,065
	Tractor Supply Co	337 Shares	29,639	29,777
	Transcanada Corp	1,500 Shares	68,645	70,980
	Transocean Inc.	610 Shares	29,212	27,243
	Tullow Oil	5,899 Shares	57,371	61,468
	Turkeell	3,872 Shares	54,361	62,494
	Turkiye Garanti Bankas	11,940 Shares	55,705	62,088
	Tyco Intl Ltd Chf	2,679 Shares	101,504	78,361
	UDR Inc.	4,662 Shares	117,768	110,862
	Ultra Salon Cos & Fragr Inc.	238 Shares	20,881	23,386
	Union Pacific Corp.	978 Shares	51,074	122,954
	United Parcel Service	1,230 Shares	88,821	90,688
	United Rentals Inc.	907 Shares	35,539	41,287
	United Technologies Corp.	1,366 Shares	95,406	112,026
	United Therapeutics Corp	338 Shares	16,477	18,056
	United Tractors	872 Shares	36,409	35,115
	Unitedhealth Group Inc.	5,200 Shares	279,259	282,048
	Universal Health Services Inc.	673 Shares	26,040	32,540
	Vale SA	3,002 Shares	69,866	60,911
	Valmont Industries	205 Shares	26,752	27,993
	Ventas Inc.	3,329 Shares	168,106	215,453
	Verisk Analytics Inc.	1,625 Shares	55,000	82,826
	Vertex Pharm Inc.	1,230 Shares	37,134	51,537
	Visa Inc. Com	998 Shares	71,990	151,277
	Vodacom Ltd	2,114 Shares	28,805	31,816
	Vodafone Group	1,988 Shares	53,374	50,078
	Volcano Corp	1,117 Shares	29,444	26,372
	Vornado Realty	980 Shares	78,011	78,478

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Premier Health Care Services, Inc. Pension Plan
Part IV, Line 4i
Schedule of Assets (Held at End of Year)
EIN 31-1212677, PLAN # 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
	Wabtec	310 Shares	24,713	27,137
	Wal-Mart De Mexico Sa De.	2,198 Shares	35,410	72,050
	Walt Disney Co	8,419 Shares	295,537	419,182
	Weatherford International Ltd	7,270 Shares	126,350	81,351
	Weichai Power Co	2,368 Shares	38,610	42,885
	Wells Fargo & Co.	8,461 Shares	182,063	289,197
	Westar Energy Inc.	2,750 Shares	81,675	78,705
	Western Refining INc.	849 Shares	21,536	23,933
	Weyerhaeuser Co	6,644 Shares	144,112	184,836
	Williams Cos Inc.	2,250 Shares	69,991	73,665
	Williams Sonoma	448 Shares	20,081	19,609
	Woolworth Holding	508 Shares	32,924	43,404
	WPX Energy Inc.	3,035 Shares	40,758	45,161
	Wyndham Worldwide Corp	560 Shares	16,062	29,798
	Wynn Macau Ltd.	885 Shares	25,333	24,249
	Xilinx Inc.	1,303 Shares	41,109	46,727
	XL Group	1,086 Shares	25,559	27,215
	Xylem Inc.	2,471 Shares	60,464	66,964
	Yandex	2,729 Shares	78,087	58,783
	YPF SA	1,019 Shares	35,956	14,827
	Yum Brands Inc.	1,352 Shares	89,952	89,773
Total Common Stocks			31,541,982	37,012,959
	AT&T	56,000 bond, 5.5%, 2/1/18	56,200	66,712
	Baker Hughes Inc.	46,000 bond, 5.125%, 9/15/40	54,757	55,366
	Barrick Australia Fin	59,000 bond, 4.95%, 1/15/20	64,637	66,143
	Becton Dickinson & Co	62,000 bond, 3.25%, 11/12/20	61,549	66,553
	Berkshire Hathwy Global	53,000 bond, 3.2%, 2/11/15	53,452	55,792
	Cisco Systems Inc.	53,000 bond, 5.5%, 1/15/40	52,524	67,360
	CME Group Inc.	64,000 bond, 5.4%, 8/1/13	68,959	65,824
	Comcast Corp	59,000 bond, 4.95%, 6/15/16	56,764	66,506
	Dominion Resources	54,000 bond, 1.95%, 8/15/16	54,157	55,495
	DTE Energy Ser I	1,750 bond, 6.5%, 12/1/61	49,846	47,758
	Energy Transfer	58,000 bond, 6.05%, 6/1/41	58,423	65,989
	Entergy Texas	1,500 bond, 7.875%, 6/1/39	44,439	43,455
	Enterprise Products	53,000 bond, 6.5%, 1/31/19	60,200	66,420
	General Elec.	66,000 bond, 5%, 2/1/13	67,559	66,252
	Goldman Sachs	1,500 bond, 6.5%, 11/1/61	40,588	40,170
	Intel Corp	50,000 bond, 4.8%, 10/1/41	55,846	55,031
	Kroger Co	61,000 bond, 7.5%, 1/15/14	63,602	65,249
	Lazard LLC	61,000 bond, 7.125%, 5/15/15	62,279	67,813
	Midamerican Energy	52,000 bond, 6.125%, 4/1/36	55,840	65,642
	Newmont Mining Corp	56,000 bond, 6.25%, 10/1/39	56,633	67,443
	Novartis Cap Corp	58,000 bond, 4.4%, 4/24/20	61,846	67,651
	Oracle Corp	55,000 bond, 5.75%, 4/15/18	56,826	66,936
	Schering Plough	46,000 bond, 6.55%, 9/15/37	48,919	65,923
	Shell Intl Finance	57,000 bond, 6.375%, 12/15/38	47,931	67,020
	Thermo Fisher Scientific Inc.	54,000 bond, 2.25%, 8/15/16	54,161	55,911
	Time Warner Cable	51,000 bond, 4.125%, 2/15/21	50,670	55,851
	United Tech Corp	64,000 bond, 3.1%, 6/1/22	69,037	67,775
	US Bancorp	1,500 bond, 6%, 4/15/17	41,438	41,625
	Verizon Communications	57,000 bond, 4.6%, 4/1/21	59,787	66,532
	Walgreen Co.	65,000 bond, 4.875%, 8/1/13	69,970	66,604

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Premier Health Care Services, Inc. Pension Plan
Part IV, Line 4i
Schedule of Assets (Held at End of Year)
EIN 31-1212677, PLAN # 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
	Wal-Mart Stores	48,000 bond, 6.5%, 8/15/37	52,078	67,498
	Total Corporate Bonds		1,750,917	1,906,299
	First Eagle Global Fd Cl A	171,462 Shares	6,806,225	8,360,497
	Fixed Income Shares Ser C 1	148,850 Shares	1,894,320	2,009,475
	Fixed Income Shares Ser M 1	182,975 Shares	1,820,436	2,052,980
	Oppenheimer Developing Mkts	34,292 Shares	1,077,705	1,196,090
	Pimco All Asset All Auth Inst	9,782 Shares	2,577,943	2,548,281
	Templeton Global Bond	203,602 Shares	2,724,954	2,716,052
	Total Mutual Funds		16,901,583	18,883,375
*	Money Market 010088	759,421 Shares	621,309	621,309
*	Money Market 105467	131,351 Shares	131,351	131,351
*	Money Market 105834	90,347 Shares	90,703	90,703
*	Money Market 105902	241,270 Shares	241,740	241,740
*	Money Market 106127	499,357 Shares	436,642	436,642
*	Money Market 106672	78,594 Shares	78,720	78,720
*	Money Market 107699	652,757 Shares	652,757	652,757
*	Money Market 107762	152,540 Shares	153,331	153,331
*	Money Market 108112	108,316 Shares	108,686	108,686
*	Money Market 108203	275 Shares	275	275
*	Money Market 108262	17,604 Shares	17,604	17,604
*	Money Market 108263	158,932 Shares	158,932	158,932
*	Money Market 109553	1 Shares	1	1
*	Money Market 110614	86,196 Shares	86,886	86,886
*	Money Market 110617	91,562 Shares	107,250	107,250
	Total Money Market Funds		2,886,188	2,886,188
	FHLMC PL#A97047	76,000 note, 4.5%, 2/1/41	54,132	53,208
	FNMA PL#190391	230,000 note, 6%, 9/1/38	105,538	47,596
	FNMA PL#889579	423,000 note, 6%, 5/1/38	191,026	85,281
	FNMA PL#995876	90,000 note, 6%, 11/1/38	45,250	26,607
	FNMA PL#AB1389	371,000 note, 4.5%, 8/1/40	218,307	183,075
	FNMA PL#AB4115	423,000 note, 4%, 12/1/41	335,081	321,465
	FNMA PL#AB4297	274,000 note, 3.5%, 1/1/42	240,250	244,081
	FNMA PL#AH5583	257,000 note, 4.5%, 2/1/41	189,420	190,595
	FNMA Pool 735893	480,000 note, 5%, 10/1/35	146,047	123,086
	FNMA Pool AB5472	270,000 note, 3.5%, 6/1/42	255,058	257,509
	FNMA Pool AB5670	118,000 note, 3.5%, 7/1/42	122,431	122,153
	FNMA Pool AB7079	268,000 note, 3%, 11/1/42	282,134	280,478
	FNMA Pool AL1948	311,000 note, 4%, 1/1/42	325,856	326,805
	FNMA Pool AP0495	267,000 note, 3.5%, 8/1/42	282,756	283,085
	FNMA Pool AP4725	411,000 note, 3%, 8/1/27	425,086	425,018
	US Tsy Bond	602,000 note, .125%, 7/15/22	658,870	657,357
	US Tsy Bond	305,000 note, 2.75%, 8/15/42	304,576	294,517
	US Tsy Inflation	211,000 note, 2.5%, 1/15/29	329,121	324,234
	US Tsy Notes	260,000 note, 1.375%, 2/28/19	258,801	266,439
	US Tsy Notes	1,095,000 note, .75%, 10/31/17	1,100,441	1,098,592
	US Tsy Notes	433,000 note, 1.25%, 9/30/15	575,611	574,000
	US Tsy Notes	290,000 note, 1.625% 11/15/22	289,513	286,827
	US Tsy Notes	433,000 note, 1.75%, 5/31/16	452,638	452,316

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Premier Health Care Services, Inc. Pension Plan
Part IV, Line 4i
Schedule of Assets (Held at End of Year)
EIN 31-1212677, PLAN # 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
	US Tsy Notes	484,000 note, .625%, 8/31/17	484,862	483,545
	US Tsy Notes	315,000 note, 2.125%, 8/15/21	335,315	331,144
	US Tsy Notes	253,000 note, .375%, 3/15/15	253,505	253,514
	US Tsy Notes	332,000 note, 1%, 3/31/17	340,146	337,940
	Total U.S. Government and Agency Securities		8,601,771	8,330,467
	Mesirow Instit MS Fd	2,000,000 Shares	2,000,000	2,000,000
	Priv Adv Stable Val Erisa 5	500,004 Shares	2,850,000	3,042,403
	Sel ARV P 1.25X Ltd. Ser I	953 Shares	110,590	112,775
	Total Other		4,960,590	5,155,178
	TOTAL INVESTMENTS		66,643,031	74,174,466

* Party-in-interest

Premier Health Care Services, Inc. Pension Plan
Form 5500, Schedule H, Part IV, Line 4i
Schedule of Assets (Acquired and Disposed of Within Year)
EIN 31-1212677, PLAN # 001
Year Ended December 31, 2012

(a)	(b)	(c)	(d)
Identity of issue, borrower, lessor, or similar party	Description of investment including maturity date, rate of interest, collateral, par, or maturity value	Costs of acquisitions	Proceeds of dispositions
AO Smith Corp	Common Stock	\$ 20,647	\$ 20,887
Acco Brands Corp	Common Stock	0	6,920
ACME Packet Inc.	Common Stock	26,836	19,041
Aes Corp	Common Stock	33,827	27,932
Anglo American PLC	Common Stock	27,691	27,783
Anheuser Busch	Common Stock	43,212	46,778
Apartment Investment & Mgmt	Common Stock	38,546	40,946
Arch Capital Group Ltd.	Common Stock	20,275	22,937
B. Ipath DJ Lead	Common Stock	85,054	80,289
B. Ipath DJ Tin	Common Stock	55,625	46,507
B. Ipath DJ UBS Copper	Common Stock	82,469	75,629
B. Ipath DJ UBS Nickel	Common Stock	36,068	28,723
Bank of America Corp	Common Stock	15,234	16,767
Brandywine Realty	Common Stock	34,768	36,216
Broadcom Corp	Common Stock	43,358	36,320
C&J Energy Services Inc.	Common Stock	5,270	5,678
Cabot Oil & Gas Corp	Common Stock	27,596	39,921
Cadence Design System	Common Stock	21,532	20,714
Calpine Corp	Common Stock	14,790	13,919
Caterpillar Inc.	Common Stock	126,895	97,171
Chart Industries Inc.	Common Stock	26,045	20,665
Check Point Software Tech.	Common Stock	24,627	22,936
Citrix Systems Inc.	Common Stock	49,335	44,842
Cliffs Natural Resources Inc.	Common Stock	37,898	20,108
Coach Inc.	Common Stock	36,635	33,727
Concho Resources Inc.	Common Stock	30,001	24,402
Corning Inc.	Common Stock	20,686	18,530
Darden Restaurants	Common Stock	16,018	16,034
Devon Energy Corp	Common Stock	26,235	25,345
Dish Network Corp	Common Stock	24,685	26,720
Du Pont E DE Nemours & Co	Common Stock	54,134	49,480
Duke Energy Corp	Common Stock	68,673	65,037
Edwards Lifesciences Corp	Common Stock	29,525	31,880
Engility Holdings Inc.	Common Stock	0	4,335
Entergy Corp	Common Stock	22,952	23,805
Exelis Inc.	Common Stock	19,891	19,732
Exelon Corp	Common Stock	0	14,329
Express Scripts Inc.	Common Stock	51,576	0
F5 Networks Inc.	Common Stock	21,369	16,609
Ferro Corp	Common Stock	8,070	5,608
First Horizon Natl Corp	Common Stock	19,843	19,731
Goldman Sachs Grp Inc.	Common Stock	2,989	2,989
Graftech Intl Ltd.	Common Stock	9,348	9,210
Harris Corp	Common Stock	20,104	22,139
Hartford Fin Sers Grp Inc.	Common Stock	9,821	9,194
Hersha Hosp Tr	Common Stock	2,832	2,763
Hershey Company	Common Stock	20,511	20,980
Hewlett Packard	Common Stock	5,615	4,585
International Paper Co	Common Stock	43,944	47,289

See Independent Auditors' Report.

Premier Health Care Services, Inc. Pension Plan
Form 5500, Schedule H, Part IV, Line 4i
Schedule of Assets (Acquired and Disposed of Within Year)
EIN 31-1212677, PLAN # 001
Year Ended December 31, 2012

(a)	(b)	(c)	(d)
Identity of issue, borrower, lessor, or similar party	Description of investment including maturity date, rate of interest, collateral, par, or maturity value	Costs of acquisitions	Proceeds of dispositions
Ipath DJ 38JN24 Cocoa	Common Stock	49,779	50,137
Ipath DJ 38JN24 Coffee	Common Stock	27,109	23,550
Ipath DJ 38JN24 Cotton	Common Stock	50,173	46,247
Ipath DJ UBS Sugar	Common Stock	70,981	59,533
Ipath Dow Jones 38JN24	Common Stock	31,938	28,329
Ishares MSCI Brazil	Common Stock	20,009	15,578
Ishares Nasdaq Biotech Fu	Common Stock	41,592	39,710
Ishares S&P Intl Pref Stock	Common Stock	15,918	15,852
Ishares Silver Trust	Common Stock	110,920	109,349
Johnson Controls Incorporated	Common Stock	2,598	2,714
Joy Global Inc.	Common Stock	47,662	43,386
KBR Inc.	Common Stock	32,330	27,136
Keycorp	Common Stock	23,385	21,374
Kirby Co.	Common Stock	14,814	14,787
Liberty Inter Co Venture Ser A	Common Stock	0	8,380
Liberty Media Corp Liberty Cap	Common Stock	20,639	23,384
Macys Inc.	Common Stock	25,722	28,201
Microchip Technology Inc.	Common Stock	25,637	22,763
Molycorp Inc.	Common Stock	5,652	5,453
NETAPP Inc.	Common Stock	50,668	42,341
Newfield Expl Co	Common Stock	5,483	4,546
Nokia Corp	Common Stock	25,942	19,971
Nordstrom Inc.	Common Stock	87,738	78,095
Occidental Petroleum Corp	Common Stock	118,363	105,166
Oil States International Inc.	Common Stock	25,747	22,392
Owens Corning INc.	Common Stock	40,364	39,211
P. Short Dow30	Common Stock	18,508	17,152
P. S&P 500 Low Volatility	Common Stock	93,225	94,975
Peabody Energy Corp	Common Stock	8,246	10,317
Penske Auto Gp Inc.	Common Stock	9,615	9,424
Plains Exploration & Production	Common Stock	20,662	18,889
Plum Creek Timber Co	Common Stock	34,698	38,948
Post Holdings	Common Stock	0	4,454
Qlik Technologies	Common Stock	29,117	22,805
Realogy	Common Stock	9,554	8,820
Republic Services Inc.	Common Stock	25,175	23,583
Rio Tinto Plc	Common Stock	23,695	26,357
Rockwell Collins Inc.	Common Stock	30,601	28,627
Rouse Properties Inc.	Common Stock	0	1,184
RTI Intl Metals Inc.	Common Stock	9,358	9,566
Rudolph Techs. Inc.	Common Stock	2,824	2,842
Skyworks Solutions Inc.	Common Stock	24,683	17,828
Southwestern Energy Co	Common Stock	24,769	24,516
SPDR S&P Retail	Common Stock	30,636	30,421
Stanley Black & Decker Inc.	Common Stock	9,791	9,311
State Street Corp	Common Stock	11,059	11,691
Terex	Common Stock	32,451	29,815
The Mosaic Co	Common Stock	5,327	5,917
Timken Co	Common Stock	19,732	18,143

See Independent Auditors' Report.

Premier Health Care Services, Inc. Pension Plan
Form 5500, Schedule H, Part IV, Line 4i
Schedule of Assets (Acquired and Disposed of Within Year)
EIN 31-1212677, PLAN # 001
Year Ended December 31, 2012

(a)	(b)	(c)	(d)
Identity of issue, borrower, lessor, or similar party	Description of investment including maturity date, rate of interest, collateral, par, or maturity value	Costs of acquisitions	Proceeds of dispositions
TRW Automotive	Common Stock	9,537	9,336
US Gasoline	Common Stock	99,739	98,033
USG Corp NEW	Common Stock	35,973	40,633
Veeco Instruments Inc.	Common Stock	5,567	5,631
VFCorp	Common Stock	88,823	79,281
Visteon Corp	Common Stock	40,392	24,314
VMWARE Inc.	Common Stock	86,008	71,170
Walker & Dunlop Inc.	Common Stock	15,513	16,158
Walter Energy Inc.	Common Stock	27,548	22,569
Warner Chilcott	Common Stock	28,540	20,345
Federal Home Loan	Government Securities, .625%, 12/29/14	120,424	120,882
FNMA PL#888283	Government Securities, 5%, 8/1/34	68,567	68,847
FNMA PL#A14815	Government Securities, 4.5%, 6/1/41	77,085	77,399
FNMA PL#AE0609	Government Securities, 5.5%, 4/1/37	55,758	55,818
FNMA PL#AI0620	Government Securities, 4.5%, 5/1/41	50,643	50,392
FNMA PL#AL0662	Government Securities, 5.5%, 1/1/38	53,417	53,199
US Tsy Bond	Government Securities, 3.125%, 2/15/42	410,255	402,055
US Tsy Bond	Government Securities, 3.125%, 11/15/41	372,933	388,916
US Tsy Bond	Government Securities, 3%, 5/15/42	351,639	360,677
US Tsy Notes	Government Securities, .75%, 5/31/12	57,201	57,207
US Tsy Notes	Government Securities, 2%, 11/15/21	507,070	525,568
US Tsy Notes	Government Securities, 2%, 2/15/22	201,923	205,412
US Tsy Notes	Government Securities, 2%, 2/15/22	442,354	452,204
US Tsy Notes	Government Securities, 1.625%, 8/15/22	460,791	473,973
US Tsy Notes	Government Securities, 1.75%, 5/15/22	491,219	490,713
Money Market 108113	Money Market	97,376	97,376
Blackrock Commodity Strat	Mutual Fund	25,000	25,000
Hewlett Packard Co	Preferred Stock, 6.125%, 3/1/14	14,395	14,285

See Independent Auditors' Report.

Premier Health Care Services, Inc. Pension Plan
Form 5500, Schedule H, Part IV, Line 4i
Schedule of Assets (Acquired and Disposed of Within Year)
EIN 31-1212677, PLAN # 001
Year Ended December 31, 2012

(a)	(b)	(c)	(d)
Identity of issue, borrower, lessor, or similar party	Description of investment including maturity date, rate of interest, collateral, par, or maturity value	Costs of acquisitions	Proceeds of dispositions
AO Smith Corp	Common Stock	\$ 20,647	\$ 20,887
Acco Brands Corp	Common Stock	0	6,920
ACME Packet Inc.	Common Stock	26,836	19,041
Aes Corp	Common Stock	33,827	27,932
Anglo American PLC	Common Stock	27,691	27,783
Anheuser Busch	Common Stock	43,212	46,778
Apartment Investment & Mgmt	Common Stock	38,546	40,946
Arch Capital Group Ltd.	Common Stock	20,275	22,937
B. Ipath DJ Lead	Common Stock	85,054	80,289
B. Ipath DJ Tin	Common Stock	55,625	46,507
B. Ipath DJ UBS Copper	Common Stock	82,469	75,629
B. Ipath DJ UBS Nickel	Common Stock	36,068	28,723
Bank of America Corp	Common Stock	15,234	16,767
Brandywine Realty	Common Stock	34,768	36,216
Broadcom Corp	Common Stock	43,358	36,320
C&J Energy Services Inc.	Common Stock	5,270	5,678
Cabot Oil & Gas Corp	Common Stock	27,596	39,921
Cadence Design System	Common Stock	21,532	20,714
Calpine Corp	Common Stock	14,790	13,919
Caterpillar Inc.	Common Stock	126,895	97,171
Chart Industries Inc.	Common Stock	26,045	20,665
Check Point Software Tech.	Common Stock	24,627	22,936
Citrix Systems Inc.	Common Stock	49,335	44,842
Cliffs Natural Resources Inc.	Common Stock	37,898	20,108
Coach Inc.	Common Stock	36,635	33,727
Concho Resources Inc.	Common Stock	30,001	24,402
Corning Inc.	Common Stock	20,686	18,530
Darden Restaurants	Common Stock	16,018	16,034
Devon Energy Corp	Common Stock	26,235	25,345
Dish Network Corp	Common Stock	24,685	26,720
Du Pont E DE Nemours & Co	Common Stock	54,134	49,480
Duke Energy Corp	Common Stock	68,673	65,037
Edwards Lifesciences Corp	Common Stock	29,525	31,880
Engility Holdings Inc.	Common Stock	0	4,335
Entergy Corp	Common Stock	22,952	23,805
Exelis Inc.	Common Stock	19,891	19,732
Exelon Corp	Common Stock	0	14,329
Express Scripts Inc.	Common Stock	51,576	0
F5 Networks Inc.	Common Stock	21,369	16,609
Ferro Corp	Common Stock	8,070	5,608
First Horizon Natl Corp	Common Stock	19,843	19,731
Goldman Sachs Grp Inc.	Common Stock	2,989	2,989
Graftech Intl Ltd.	Common Stock	9,348	9,210
Harris Corp	Common Stock	20,104	22,139
Hartford Fin Sers Grp Inc.	Common Stock	9,821	9,194
Hersha Hosp Tr	Common Stock	2,832	2,763
Hershey Company	Common Stock	20,511	20,980
Hewlett Packard	Common Stock	5,615	4,585
International Paper Co	Common Stock	43,944	47,289

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Premier Health Care Services, Inc. Pension Plan
Form 5500, Schedule H, Part IV, Line 4i
Schedule of Assets (Acquired and Disposed of Within Year)
EIN 31-1212677, PLAN # 001
Year Ended December 31, 2012

(a)	(b)	(c)	(d)
Identity of issue, borrower, lessor, or similar party	Description of investment including maturity date, rate of interest, collateral, par, or maturity value	Costs of acquisitions	Proceeds of dispositions
Ipath DJ 38JN24 Cocoa	Common Stock	49,779	50,137
Ipath DJ 38JN24 Coffee	Common Stock	27,109	23,550
Ipath DJ 38JN24 Cotton	Common Stock	50,173	46,247
Ipath DJ UBS Sugar	Common Stock	70,981	59,533
Ipath Dow Jones 38JN24	Common Stock	31,938	28,329
Ishares MSCI Brazil	Common Stock	20,009	15,578
Ishares Nasdaq Biotech Fu	Common Stock	41,592	39,710
Ishares S&P Intl Pref Stock	Common Stock	15,918	15,852
Ishares Silver Trust	Common Stock	110,920	109,349
Johnson Controls Incorporated	Common Stock	2,598	2,714
Joy Global Inc.	Common Stock	47,662	43,386
KBR Inc.	Common Stock	32,330	27,136
Keycorp	Common Stock	23,385	21,374
Kirby Co.	Common Stock	14,814	14,787
Liberty Inter Co Venture Ser A	Common Stock	0	8,380
Liberty Media Corp Liberty Cap	Common Stock	20,639	23,384
Macys Inc.	Common Stock	25,722	28,201
Microchip Technology Inc.	Common Stock	25,637	22,763
Molycorp Inc.	Common Stock	5,652	5,453
NETAPP Inc.	Common Stock	50,668	42,341
Newfield Expl Co	Common Stock	5,483	4,546
Nokia Corp	Common Stock	25,942	19,971
Nordstrom Inc.	Common Stock	87,738	78,095
Occidental Petroleum Corp	Common Stock	118,363	105,166
Oil States International Inc.	Common Stock	25,747	22,392
Owens Corning INc.	Common Stock	40,364	39,211
P. Short Dow30	Common Stock	18,508	17,152
P. S&P 500 Low Volatility	Common Stock	93,225	94,975
Peabody Energy Corp	Common Stock	8,246	10,317
Penske Auto Gp Inc.	Common Stock	9,615	9,424
Plains Exploration & Production	Common Stock	20,662	18,889
Plum Creek Timber Co	Common Stock	34,698	38,948
Post Holdings	Common Stock	0	4,454
Qlik Technologies	Common Stock	29,117	22,805
Realogy	Common Stock	9,554	8,820
Republic Services Inc.	Common Stock	25,175	23,583
Rio Tinto Plc	Common Stock	23,695	26,357
Rockwell Collins Inc.	Common Stock	30,601	28,627
Rouse Properties Inc.	Common Stock	0	1,184
RTI Intl Metals Inc.	Common Stock	9,358	9,566
Rudolph Techs. Inc.	Common Stock	2,824	2,842
Skyworks Solutions Inc.	Common Stock	24,683	17,828
Southwestern Energy Co	Common Stock	24,769	24,516
SPDR S&P Retail	Common Stock	30,636	30,421
Stanley Black & Decker Inc.	Common Stock	9,791	9,311
State Street Corp	Common Stock	11,059	11,691
Terex	Common Stock	32,451	29,815
The Mosaic Co	Common Stock	5,327	5,917
Timken Co	Common Stock	19,732	18,143

See Independent Auditors' Report.

Premier Health Care Services, Inc. Pension Plan
Form 5500, Schedule H, Part IV, Line 4i
Schedule of Assets (Acquired and Disposed of Within Year)
EIN 31-1212677, PLAN # 001
Year Ended December 31, 2012

(a)	(b)	(c)	(d)
Identity of issue, borrower, lessor, or similar party	Description of investment including maturity date, rate of interest, collateral, par, or maturity value	Costs of acquisitions	Proceeds of dispositions
TRW Automotive	Common Stock	9,537	9,336
US Gasoline	Common Stock	99,739	98,033
USG Corp NEW	Common Stock	35,973	40,633
Veeco Instruments Inc.	Common Stock	5,567	5,631
VFCorp	Common Stock	88,823	79,281
Visteon Corp	Common Stock	40,392	24,314
VMWARE Inc.	Common Stock	86,008	71,170
Walker & Dunlop Inc.	Common Stock	15,513	16,158
Walter Energy Inc.	Common Stock	27,548	22,569
Warner Chilcott	Common Stock	28,540	20,345
Federal Home Loan	Government Securities, .625%, 12/29/14	120,424	120,882
FNMA PL#888283	Government Securities, 5%, 8/1/34	68,567	68,847
FNMA PL#A14815	Government Securities, 4.5%, 6/1/41	77,085	77,399
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Blackrock Commodity Strat	Mutual Fund	25,000	25,000
Hewlett Packard Co	Preferred Stock, 6.125%, 3/1/14	14,395	14,285

See Independent Auditors' Report.

Premier Health Care Services, Inc. Pension Plan
Part IV, Line 4i
Schedule of Assets (Held at End of Year)
EIN 31-1212677, PLAN # 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
	Acadia Rlty Tr	1,398 Shares	28,036	35,062
	Accenture PLC Ireland	1,130 Shares	66,181	75,145
	Ace Ltd.	1,000 Shares	72,781	79,800
	Adidas AG	2,499 Shares	92,258	111,955
	Affiliated Mgrs Group Inc.	168 Shares	20,578	21,865
	Agilent Technologies Inc.	2,229 Shares	59,581	91,255
	AIA Group Ltd.	7,387 Shares	111,087	116,936
	Air Products & Chemicals Inc.	800 Shares	70,570	67,216
	Akamai Technologies Inc.	3,837 Shares	101,826	156,971
	Akbank Turk Anonim	3,401 Shares	31,240	34,180
	Albemarle Corp	414 Shares	22,513	25,718
	Alexandria Real Est Eqt	931 Shares	66,318	64,537
	Alleghany Corp	239 Shares	0	80,165
	Alliance Data Systems Corp	277 Shares	38,635	40,099
	Amazon Com Inc.	1,150 Shares	163,185	288,501
	AMC Networks Inc.	788 Shares	29,613	39,006
	Amer Intl Gp Inc.	1,731 Shares	61,116	61,104
	America Movil	2,272 Shares	57,199	52,574
	American Express Co	6,918 Shares	344,673	397,646
	American Tower Corp	4,195 Shares	239,670	324,148
	American Tower Reit Com	1,000 Shares	75,730	77,270
	Ameriprise Finl Inc	989 Shares	47,326	61,941
	Amgen Inc.	750 Shares	34,437	64,650
	Anadarko Petroleum Corp.	2,183 Shares	133,520	162,219
	Anheuser-Busch	1,211 Shares	69,417	105,854
	Apache Corp	1,260 Shares	136,160	98,910
	Apple Inc.	532 Shares	109,072	283,116
	Arm Holdings	1,903 Shares	14,592	71,991
	Ashland Inc.	985 Shares	59,902	79,204
	ASML Holding	926 Shares	38,155	59,625
	Aspen Insurance	1,980 Shares	49,192	63,518
	Assa Abloy	6,475 Shares	88,081	119,852
	AT&T Inc.	5,750 Shares	96,176	92,703
	Autodesk Inc.	2,917 Shares	112,289	103,116
	Autoliv Inc.	593 Shares	32,845	39,962
	Autonation Inc.	703 Shares	27,765	27,909
	Avalonbay Cmnty Inc.	1,423 Shares	182,622	192,945
	Baidu Inc.	870 Shares	103,398	87,252
	Ball Corp.	2,000 Shares	85,298	89,500
	Banco Do Brasil	5,999 Shares	82,677	76,007
	Banco Macro	1,385 Shares	38,731	25,124
	Bank New York Mellon Corp.	11,075 Shares	324,429	284,628
	Bank of America Corp	3,200 Shares	31,672	37,152
	BCE Inc	2,250 Shares	98,408	96,615
	Bed Bath & Beyond	3,634 Shares	137,138	203,177
	Berkshire Hathaway Inc.	2,515 Shares	230,728	225,596
	BG Group	4,186 Shares	73,336	69,948
	Bidvest Group Ltd.	857 Shares	37,768	44,478
	Biogen Idec Inc.	2,488 Shares	215,590	364,169
	Blackrock Inc.	933 Shares	154,660	192,861
	Boeing Co	1,283 Shares	89,717	96,687
	Boston Properties Inc.	714 Shares	69,630	75,548
	Bristol Myers Squibb Co	4,518 Shares	155,981	147,242
	Broadcom Corp.	5,460 Shares	159,107	181,327

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Premier Health Care Services, Inc. Pension Plan
Part IV, Line 4i
Schedule of Assets (Held at End of Year)
EIN 31-1212677, PLAN # 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
	Brookdale Sr Living Inc.	3,325 Shares	84,945	84,189
	Burberry Group	1,287 Shares	50,229	52,484
	Cablevision Systems Corp.	3,507 Shares	85,086	52,395
	Cameron International Corp	1,670 Shares	80,730	94,288
	Canadian Natural Res Ltd	4,300 Shares	138,573	124,141
	Canadian Ntl Railway Co	1,260 Shares	62,261	114,673
	Capital One Finl Corp	2,746 Shares	111,946	159,076
	Cardtronics Inc.	330 Shares	7,703	7,834
	Carnival Corp.	3,541 Shares	131,768	130,203
	CBL & Assoc Pptys Inc.	1,374 Shares	29,997	29,143
	CBRE Group Inc.	1,853 Shares	32,170	36,875
	Celgene Corp	1,791 Shares	96,066	140,540
	Check Point Software Tech	1,460 Shares	80,928	69,554
	Chevron Corp	1,306 Shares	137,168	141,231
	China Constr Bk Corp	5,316 Shares	79,591	86,279
	China Mobile Ltd.	1,183 Shares	61,607	69,466
	Cielo	2,567 Shares	46,067	74,058
	Cintas Corp	1,660 Shares	52,000	67,894
	Cisco Sys Inc.	2,498 Shares	58,467	49,084
	Citigroup Inc.	7,809 Shares	212,519	308,924
	Citrix Systems Inc.	1,422 Shares	87,331	93,312
	Clicks Group Limited	1,686 Shares	41,644	52,502
	CME Group Inc.	1,100 Shares	66,808	55,737
	CMS Energy	3,000 Shares	72,057	73,140
	CNO Financial Group Inc.	6,590 Shares	48,970	61,485
	Cnooc Ltd.	206 Shares	40,147	45,320
	CNOOC Ltd.	473 Shares	74,497	104,060
	Coca Cola Co	5,680 Shares	162,753	205,900
	Coinstar Inc.	674 Shares	29,259	35,055
	Comcast Corp.	12,347 Shares	285,132	448,144
	Commercial Intl Bk	4,802 Shares	26,299	28,812
	Companhia De Bebidas	1,097 Shares	36,722	46,063
	Compass Group PLC	4,863 Shares	57,425	58,259
	Compass Minerals Intl Inc.	420 Shares	30,362	31,378
	Costco Wholesales Corp.	2,694 Shares	185,786	265,979
	Covidien PLC	1,225 Shares	55,137	70,732
	Cree Inc.	2,797 Shares	84,872	95,042
	Crown Holdings Inc.	1,865 Shares	75,000	68,651
	CSX Corp	1,000 Shares	22,694	19,730
	Cubalmart Com	2,281 Shares	30,082	33,234
	Cullen Frost Bankers Inc.	461 Shares	25,151	25,019
	CVS Caremark Corp	13,623 Shares	474,038	658,672
	Darling Intl Inc. Com	3,790 Shares	50,029	60,792
	Dassault Systems	644 Shares	34,517	72,830
	DCT Industrial Trust Inc.	8,930 Shares	49,413	57,956
	DDR Corp	7,396 Shares	106,140	115,821
	Deere & Co	566 Shares	46,006	48,914
	Deutsche	1,305 Shares	56,617	57,798
	Devon Energy Corp.	2,350 Shares	205,154	122,294
	Diageo	1,312 Shares	114,797	152,953
	Diamondrock Hosp Co	3,121 Shares	30,938	28,089
	Dice	1,101 Shares	8,990	10,107
	Digital Realty Tr Inc.	986 Shares	60,487	66,940
	Dillard's Inc.	256 Shares	21,072	21,445

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Premier Health Care Services, Inc. Pension Plan
Part IV, Line 4i
Schedule of Assets (Held at End of Year)
EIN 31-1212677, PLAN # 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
	Directv CL A	1,170 Shares	39,020	58,687
	Dolby Laboratories Inc.	3,493 Shares	113,765	102,450
	Dominion Res Inc.	1,750 Shares	91,836	90,650
	DSW Inc.	351 Shares	20,331	23,057
	Duke Realty Corp	4,778 Shares	64,730	66,271
	Eagle Matls Inc.	467 Shares	23,931	27,320
	Eastman Chemical Co	1,250 Shares	76,714	85,063
	Eaton Corp	1,970 Shares	96,342	106,735
	Ebay Inc.	6,494 Shares	229,196	331,180
	Elektro B Shs	3,792 Shares	58,546	60,520
	Embraer S A-BRL	4,259 Shares	118,318	121,424
	EMC Corp	7,610 Shares	197,974	192,533
	Enbridge Energy	1,750 Shares	50,618	48,825
	Energysys	408 Shares	13,146	15,353
	Ensco	1,103 Shares	50,550	65,386
	Entegris Inc.	2,258 Shares	18,362	20,728
	Enterprise Prod	1,500 Shares	79,556	75,120
	EOG Resources Inc.	3,015 Shares	270,588	364,182
	Equity Residential	1,642 Shares	90,160	93,052
	Essex Property Trust Inc.	884 Shares	119,791	129,639
	Expedia Inc.	978 Shares	54,253	60,088
	Express Scripts Co	5,452 Shares	17,777	294,408
	Exxon Mobil Corp	1,416 Shares	109,575	122,555
	Fanuc Ltd Japan	3,919 Shares	58,200	121,763
	FEI Company	410 Shares	20,705	22,743
	First American Finl Corp	1,055 Shares	20,359	25,415
	Fleetcor Technologies	485 Shares	23,576	26,020
	FLSMIDTH & CO	9,619 Shares	63,284	55,502
	Fluor Corp	2,450 Shares	117,203	143,913
	Forest Laboratories Inc.	4,276 Shares	149,185	151,028
	Forest Oil Corp	7,874 Shares	119,643	52,677
	Freeport MC Moran Copper & Gold	4,620 Shares	152,583	158,004
	Fresenius Medical Care	3,666 Shares	83,658	125,744
	Gartner Inc.	719 Shares	32,536	33,088
	Gazprom	4,212 Shares	44,812	40,983
	General Electric Co.	12,945 Shares	280,833	271,715
	General Growth Properties Inc.	3,694 Shares	58,366	73,326
	General Motors Company	7,673 Shares	185,931	221,213
	Genesis Energy	2,500 Shares	82,491	89,300
	Genomic Health Inc.	256 Shares	7,066	6,973
	Genuine Parts Co	1,250 Shares	79,257	79,475
	Genworth Finl Inc.	11,710 Shares	88,287	87,942
	Gilead Sciences Inc.	2,737 Shares	132,758	201,033
	Goldman Sachs Grp Inc.	738 Shares	91,811	94,139
	Google Inc.	731 Shares	352,369	517,095
	Grupo Televisa	1,678 Shares	35,322	44,601
	H J Heinz Co	1,500 Shares	84,112	86,520
	Halliburton Co	3,723 Shares	126,010	129,151
	Hang Lung Properties Ltd.	4,010 Shares	74,397	80,802
	Hanger Inc.	382 Shares	8,699	10,452
	Harley-Davidson Inc.	2,791 Shares	109,193	136,285
	Harris Corp	1,230 Shares	59,944	60,221
	HCP Incorp.	1,789 Shares	78,333	80,791
	Health Care Reit Inc.	2,260 Shares	125,879	138,515

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Premier Health Care Services, Inc. Pension Plan
Part IV, Line 4i
Schedule of Assets (Held at End of Year)
EIN 31-1212677, PLAN # 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
	Healthcare Realty Trust Inc.	1,339 Shares	26,478	32,149
	Heartland Payment Sys Inc.	786 Shares	21,212	23,187
	Helmerich & Payne	451 Shares	21,327	25,261
	Hennes & Mauritz	18,713 Shares	105,054	129,307
	Hershey Co	1,000 Shares	73,284	72,220
	Hertz Global	7,357 Shares	113,481	119,698
	Hewlett Packard Co.	1,450 Shares	53,778	20,663
	Hillshire Brands Co	1,515 Shares	43,188	42,632
	Home Depot Inc.	6,154 Shares	217,111	380,625
	Hong Kong Exchanges And Cleari	4,724 Shares	61,518	81,536
	Host Hotels & Resorts Inc.	7,992 Shares	123,558	125,235
	HSBC	2,247 Shares	103,258	119,248
	Hudson Pacific Properties	853 Shares	13,680	17,964
	IAC Interactivecorp Com	993 Shares	42,613	46,911
	Idacorp Inc.	1,750 Shares	74,278	75,863
	Illumina Inc.	870 Shares	41,434	48,363
	Immunogen Inc.	2,570 Shares	22,083	32,768
	Incyte Corp	557 Shares	9,117	9,252
	Industrial & Coml Bk China	7,331 Shares	103,010	106,129
	Informatica Corp	434 Shares	15,915	13,159
	Ingredion Inc.	830 Shares	39,202	53,477
	Intel Corp	2,500 Shares	64,197	51,550
	Intl Business Machines Corp	873 Shares	125,766	167,224
	Intuit Inc.	1,275 Shares	56,251	75,831
	Invesco Ltd	2,500 Shares	58,700	65,225
	Iron Mountain Inc.	4,495 Shares	140,416	139,570
	Ishares Russell 2000	4,412 Shares	370,493	372,010
	Ishares TR Russell Midcap	3,295 Shares	362,748	372,665
	ISIS Pharmaceuticals	2,079 Shares	18,990	21,705
	ITAU Unibanco Banco	7,112 Shares	134,829	117,064
	IXIA	935 Shares	12,982	15,876
	Jabil Circuit Inc	1,542 Shares	26,754	29,745
	Janus Capital Group Inc.	2,268 Shares	18,099	19,323
	Jarden Corp	701 Shares	35,300	36,242
	John Wiley & Sons Inc.	1,050 Shares	48,159	40,877
	Johnson & Johnson	1,895 Shares	125,104	132,840
	JPMorgan Chase & Co	6,944 Shares	268,390	305,321
	Juniper Networks Inc.	5,824 Shares	119,309	114,558
	Kapstone Paper and Packaging	520 Shares	10,462	11,539
	KB Financial Group	1,489 Shares	52,860	53,455
	KDDI Corp	3,780 Shares	64,778	66,604
	Keycorp	5,030 Shares	37,374	42,353
	Kilroy Realty Corp	1,388 Shares	57,513	65,750
	Kimberly Clarke	4,323 Shares	43,197	55,767
	Kingfisher	14,379 Shares	92,152	132,862
	KLA Tencor Corp	1,035 Shares	43,837	49,432
	Koc Holdings	1,974 Shares	37,799	51,640
	Komatsu Ltd.	5,377 Shares	115,283	138,243
	Kraft Foods Inc	698 Shares	25,165	31,738
	L-3 Communications	1,479 Shares	145,671	113,321
	Las Vegas Sands Corp	2,681 Shares	124,632	123,755
	Lender Processing Serv	907 Shares	21,490	22,330
	LI & Fung Ltd	21,138 Shares	77,054	75,674
	Liberty Media Corp Cap A.	517 Shares	25,965	59,977

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(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
	Liberty Media Interactive S A.	3,638 Shares	51,044	71,596
	Limited Brands Inc.	1,500 Shares	73,166	70,590
	LKQ Corp	761 Shares	15,507	16,057
	Lockheed Martin Corp	800 Shares	72,006	73,832
	Loews Corp	4,900 Shares	219,079	199,675
	Lowes Companies Inc.	17,725 Shares	62,099	62,941
	Lukoil Oil	657 Shares	37,282	44,348
	LVMH Moet Hennessy Louis Vuit	4,606 Shares	86,915	173,600
	M&T Bank Corp	1,000 Shares	91,323	98,470
	Macerich Company	2,336 Shares	123,078	136,189
	Manpower Group	680 Shares	30,962	28,859
	Marsh & McLennan Cos Inc.	1,765 Shares	59,407	60,840
	Masco Corp	4,500 Shares	74,893	74,970
	Mastercard inc.	223 Shares	77,711	109,555
	Mattel Inc.	2,000 Shares	70,909	73,240
	MeadwestVaco Corp	2,140 Shares	70,372	68,202
	Mercadolibre Inc.	1,403 Shares	93,894	110,206
	Michelin CGDE	4,622 Shares	66,691	88,696
	Microsoft Corp	8,662 Shares	274,557	231,359
	Mitsubishi UFJ Finl Group	16,398 Shares	94,135	88,877
	Mobile Telesystems	3,374 Shares	63,361	62,925
	Mondelez Intl Inc. Com	1,936 Shares	0	49,277
	Monsanto Co	1,910 Shares	146,650	180,782
	Myriad Genetic Inc.	346 Shares	10,374	9,429
	Nasdaq OMX Corp.	1,665 Shares	54,584	41,608
	National Oilwell Varco Inc.	743 Shares	11,824	50,784
	Nedbank Group Ltd.	2,168 Shares	42,169	48,867
	Nestle	3,003 Shares	160,336	195,706
	Netapp Inc Com	1,877 Shares	63,325	62,973
	NETAPP Inc.	2,088 Shares	92,207	70,052
	Netease.com Inc.	632 Shares	27,991	26,879
	News Corp	8,285 Shares	146,276	211,350
	Nike Inc.	1,450 Shares	59,623	74,820
	Nordson	500 Shares	29,616	31,560
	Nordstrom Inc	1,000 Shares	56,522	53,500
	Northeast Utilities	2,000 Shares	78,450	78,160
	Novartis AG	2,063 Shares	107,056	130,588
	Novo-Nordisk	959 Shares	66,845	156,518
	Nucor Corp	2,232 Shares	93,997	96,333
	NXP Semiconductors	1,019 Shares	24,238	26,820
	Occidental Petroleum Corp.	2,800 Shares	208,323	214,508
	Oceaneering Intl Inc.	1,250 Shares	65,193	67,238
	Oil State Intl Inc.	445 Shares	34,534	31,835
	Omega Healthcare Investors Inc	3,095 Shares	65,084	73,816
	Oneok Inc.	2,100 Shares	73,524	89,775
	Onyx Pharmaceuticals Inc.	135 Shares	9,291	10,197
	Oracle Corp	2,840 Shares	82,345	94,629
	Orascom Constr Inds	940 Shares	40,988	39,433
	Oriflmae Cosmetics	2,314 Shares	52,572	36,723
	Owens Illinois Inc.	3,720 Shares	93,293	79,124
	Pall Corp.	1,399 Shares	56,911	84,304
	Panera Bread Co	193 Shares	30,611	30,654
	Parexel Intl Corp	1,058 Shares	32,362	31,306
	Peabody Energy Corp	1,148 Shares	32,159	30,548

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(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
	Pearson	4,353 Shares	81,960	85,058
	Pebblebrook Hotel Trust	1,326 Shares	28,286	30,631
	Penn National Gaming Inc.	411 Shares	14,549	20,184
	Pentair Ltd.	642 Shares	0	31,554
	Pepsico Inc.	2,825 Shares	200,178	193,315
	Petsmart Inc.	691 Shares	46,877	47,223
	Pfizer Inc.	13,654 Shares	290,959	342,433
	Philips Morris Intl Inc.	1,150 Shares	49,930	96,186
	Phillippine Long Distance	985 Shares	56,652	60,390
	Piedmont Office Realty Trust	1,476 Shares	26,222	26,642
	Plains all American Piplin	1,750 Shares	77,701	79,170
	PNC Finl Svc	1,250 Shares	74,260	72,888
	Polaris Industries Inc.	415 Shares	33,727	34,922
	Post Properties Inc.	807 Shares	39,439	40,310
	Potash Corp	3,330 Shares	146,030	135,498
	PPC Limited	3,356 Shares	878	26,949
	Precision Castparts Corp	411 Shares	52,660	77,852
	Procter & Gamble Co.	687 Shares	49,577	46,640
	Progressive Corp.	6,150 Shares	118,024	129,765
	Prologis	3,805 Shares	72,244	138,845
	PT BK Mandiri Persero	5,975 Shares	46,788	50,094
	PT Telekomunakasi	1,705 Shares	60,237	63,000
	PTT Exploration and Prod	2,406 Shares	26,688	26,418
	Public Storage	241 Shares	35,400	34,935
	Publicis Groupe	6,650 Shares	72,690	100,814
	PVH Corp	217 Shares	23,768	24,089
	Qualcomm Inc.	4,747 Shares	268,701	293,648
	Rackspace Hosting Inc.	590 Shares	35,722	43,819
	Raymond James Finl Inc.	2,000 Shares	69,725	77,060
	Rayonier Inc.	1,297 Shares	56,436	67,224
	Reckitt Benckiser	10,268 Shares	97,995	131,636
	Redwood Trust Inc.	3,315 Shares	50,807	55,990
	Retail Opportunity Invest	2,280 Shares	25,287	29,302
	Reynolds American Inc.	2,000 Shares	89,060	82,860
	RIO Tinto	1,127 Shares	63,549	65,467
	Robert Half Int	636 Shares	16,899	20,238
	Royal Bk Scotland Group	5,618 Shares	56,152	60,618
	Sabmiller	1,512 Shares	39,584	70,747
	Sally Beauty	481 Shares	12,186	11,337
	Sandisk Corp.	2,153 Shares	66,122	93,656
	Sandridge Energy Inc.	2,441 Shares	12,717	15,500
	Sanlam Ltd.	1,515 Shares	28,479	40,663
	Sap Ag	1,829 Shares	86,218	147,015
	SBA Communications Corp	1,020 Shares	40,197	72,400
	SBERBANK	10,884 Shares	123,789	136,703
	Schlumberger Ltd	4,576 Shares	297,565	317,111
	Schwab Charles Corp	9,478 Shares	135,661	136,104
	Seagate Technology Ireland	3,837 Shares	28,022	116,722
	Select Medical	868 Shares	8,886	8,185
	Semen Gresik	937 Shares	20,990	30,078
	Senior Housing Pptys	948 Shares	21,269	22,411
	Shinhan Finl Grp Co	1,532 Shares	56,800	56,133
	Shoprite Holdings	999 Shares	29,814	48,801
	Siemens	844 Shares	97,066	92,393

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(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
	Signet Jewelers Limited	827 Shares	42,570	44,162
	Silgan	746 Shares	31,216	30,989
	Simon ppty Group Inc.	1,510 Shares	164,944	238,716
	SL Green Realty Corp	727 Shares	54,693	55,725
	SLM Corp	3,035 Shares	50,559	51,990
	Solarwinds Inc.	671 Shares	34,510	35,194
	Southern Copper Corp	1,247 Shares	40,160	47,211
	Standard Bank Group	2,536 Shares	35,572	36,075
	Starwood Hotels & Resorts	251 Shares	13,123	14,397
	Swatch Group	3,951 Shares	76,320	100,355
	Syngenta	1,399 Shares	100,879	113,039
	Taiwan Semiconductor	8,165 Shares	106,235	140,111
	Target Corp	1,482 Shares	93,335	87,690
	TE Connectivity Ltd.	3,372 Shares	37,943	125,169
	Tencent Holdings	3,846 Shares	80,230	125,572
	Teva Pharm Inds Ltd.	2,721 Shares	134,343	101,602
	Texas Instruments Inc	5,415 Shares	156,605	167,270
	The ADT Corporation Inc.	1,339 Shares	0	62,250
	Thermo Fisher Scientific	1,554 Shares	77,247	99,114
	Tibco Software Inc.	1,543 Shares	37,259	33,915
	Tidewater Inc.	1,120 Shares	57,879	50,042
	Tiger Brands Ltd.	1,048 Shares	29,493	40,778
	Time Warner Cable Inc.	1,813 Shares	165,122	176,206
	Toronto Dom Bk	1,000 Shares	79,967	84,330
	Total System Svcs	1,511 Shares	32,708	32,366
	Towers Watson & Co	631 Shares	31,652	35,469
	Toyota Motor Corp.	1,620 Shares	142,522	151,065
	Tractor Supply Co	337 Shares	29,639	29,777
	Transcanada Corp	1,500 Shares	68,645	70,980
	Transocean Inc.	610 Shares	29,212	27,243
	Tullow Oil	5,899 Shares	57,371	61,468
	Turkeell	3,872 Shares	54,361	62,494
	Turkiye Garanti Bankas	11,940 Shares	55,705	62,088
	Tyco Intl Ltd Chf	2,679 Shares	101,504	78,361
	UDR Inc.	4,662 Shares	117,768	110,862
	Ultra Salon Cos & Fragr Inc.	238 Shares	20,881	23,386
	Union Pacific Corp.	978 Shares	51,074	122,954
	United Parcel Service	1,230 Shares	88,821	90,688
	United Rentals Inc.	907 Shares	35,539	41,287
	United Technologies Corp.	1,366 Shares	95,406	112,026
	United Therapeutics Corp	338 Shares	16,477	18,056
	United Tractors	872 Shares	36,409	35,115
	Unitedhealth Group Inc.	5,200 Shares	279,259	282,048
	Universal Health Services Inc.	673 Shares	26,040	32,540
	Vale SA	3,002 Shares	69,866	60,911
	Valmont Industries	205 Shares	26,752	27,993
	Ventas Inc.	3,329 Shares	168,106	215,453
	Verisk Analytics Inc.	1,625 Shares	55,000	82,826
	Vertex Pharm Inc.	1,230 Shares	37,134	51,537
	Visa Inc. Com	998 Shares	71,990	151,277
	Vodacom Ltd	2,114 Shares	28,805	31,816
	Vodafone Group	1,988 Shares	53,374	50,078
	Volcano Corp	1,117 Shares	29,444	26,372
	Vornado Realty	980 Shares	78,011	78,478

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(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
	Wabtec	310 Shares	24,713	27,137
	Wal-Mart De Mexico Sa De.	2,198 Shares	35,410	72,050
	Walt Disney Co	8,419 Shares	295,537	419,182
	Weatherford International Ltd	7,270 Shares	126,350	81,351
	Weichai Power Co	2,368 Shares	38,610	42,885
	Wells Fargo & Co.	8,461 Shares	182,063	289,197
	Westar Energy Inc.	2,750 Shares	81,675	78,705
	Western Refining INc.	849 Shares	21,536	23,933
	Weyerhaeuser Co	6,644 Shares	144,112	184,836
	Williams Cos Inc.	2,250 Shares	69,991	73,665
	Williams Sonoma	448 Shares	20,081	19,609
	Woolworth Holding	508 Shares	32,924	43,404
	WPX Energy Inc.	3,035 Shares	40,758	45,161
	Wyndham Worldwide Corp	560 Shares	16,062	29,798
	Wynn Macau Ltd.	885 Shares	25,333	24,249
	Xilinx Inc.	1,303 Shares	41,109	46,727
	XL Group	1,086 Shares	25,559	27,215
	Xylem Inc.	2,471 Shares	60,464	66,964
	Yandex	2,729 Shares	78,087	58,783
	YPF SA	1,019 Shares	35,956	14,827
	Yum Brands Inc.	1,352 Shares	89,952	89,773
Total Common Stocks			31,541,982	37,012,959
	AT&T	56,000 bond, 5.5%, 2/1/18	56,200	66,712
	Baker Hughes Inc.	46,000 bond, 5.125%, 9/15/40	54,757	55,366
	Barrick Australia Fin	59,000 bond, 4.95%, 1/15/20	64,637	66,143
	Becton Dickinson & Co	62,000 bond, 3.25%, 11/12/20	61,549	66,553
	Berkshire Hathwy Global	53,000 bond, 3.2%, 2/11/15	53,452	55,792
	Cisco Systems Inc.	53,000 bond, 5.5%, 1/15/40	52,524	67,360
	CME Group Inc.	64,000 bond, 5.4%, 8/1/13	68,959	65,824
	Comcast Corp	59,000 bond, 4.95%, 6/15/16	56,764	66,506
	Dominion Resources	54,000 bond, 1.95%, 8/15/16	54,157	55,495
	DTE Energy Ser I	1,750 bond, 6.5%, 12/1/61	49,846	47,758
	Energy Transfer	58,000 bond, 6.05%, 6/1/41	58,423	65,989
	Entergy Texas	1,500 bond, 7.875%, 6/1/39	44,439	43,455
	Enterprise Products	53,000 bond, 6.5%, 1/31/19	60,200	66,420
	General Elec.	66,000 bond, 5%, 2/1/13	67,559	66,252
	Goldman Sachs	1,500 bond, 6.5%, 11/1/61	40,588	40,170
	Intel Corp	50,000 bond, 4.8%, 10/1/41	55,846	55,031
	Kroger Co	61,000 bond, 7.5%, 1/15/14	63,602	65,249
	Lazard LLC	61,000 bond, 7.125%, 5/15/15	62,279	67,813
	Midamerican Energy	52,000 bond, 6.125%, 4/1/36	55,840	65,642
	Newmont Mining Corp	56,000 bond, 6.25%, 10/1/39	56,633	67,443
	Novartis Cap Corp	58,000 bond, 4.4%, 4/24/20	61,846	67,651
	Oracle Corp	55,000 bond, 5.75%, 4/15/18	56,826	66,936
	Schering Plough	46,000 bond, 6.55%, 9/15/37	48,919	65,923
	Shell Intl Finance	57,000 bond, 6.375%, 12/15/38	47,931	67,020
	Thermo Fisher Scientific Inc.	54,000 bond, 2.25%, 8/15/16	54,161	55,911
	Time Warner Cable	51,000 bond, 4.125%, 2/15/21	50,670	55,851
	United Tech Corp	64,000 bond, 3.1%, 6/1/22	69,037	67,775
	US Bancorp	1,500 bond, 6%, 4/15/17	41,438	41,625
	Verizon Communications	57,000 bond, 4.6%, 4/1/21	59,787	66,532
	Walgreen Co.	65,000 bond, 4.875%, 8/1/13	69,970	66,604

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(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
	Wal-Mart Stores	48,000 bond, 6.5%, 8/15/37	52,078	67,498
	Total Corporate Bonds		1,750,917	1,906,299
	First Eagle Global Fd Cl A	171,462 Shares	6,806,225	8,360,497
	Fixed Income Shares Ser C 1	148,850 Shares	1,894,320	2,009,475
	Fixed Income Shares Ser M 1	182,975 Shares	1,820,436	2,052,980
	Oppenheimer Developing Mkts	34,292 Shares	1,077,705	1,196,090
	Pimco All Asset All Auth Inst	9,782 Shares	2,577,943	2,548,281
	Templeton Global Bond	203,602 Shares	2,724,954	2,716,052
	Total Mutual Funds		16,901,583	18,883,375
*	Money Market 010088	759,421 Shares	621,309	621,309
*	Money Market 105467	131,351 Shares	131,351	131,351
*	Money Market 105834	90,347 Shares	90,703	90,703
*	Money Market 105902	241,270 Shares	241,740	241,740
*	Money Market 106127	499,357 Shares	436,642	436,642
*	Money Market 106672	78,594 Shares	78,720	78,720
*	Money Market 107699	652,757 Shares	652,757	652,757
*	Money Market 107762	152,540 Shares	153,331	153,331
*	Money Market 108112	108,316 Shares	108,686	108,686
*	Money Market 108203	275 Shares	275	275
*	Money Market 108262	17,604 Shares	17,604	17,604
*	Money Market 108263	158,932 Shares	158,932	158,932
*	Money Market 109553	1 Shares	1	1
*	Money Market 110614	86,196 Shares	86,886	86,886
*	Money Market 110617	91,562 Shares	107,250	107,250
	Total Money Market Funds		2,886,188	2,886,188
	FHLMC PL#A97047	76,000 note, 4.5%, 2/1/41	54,132	53,208
	FNMA PL#190391	230,000 note, 6%, 9/1/38	105,538	47,596
	FNMA PL#889579	423,000 note, 6%, 5/1/38	191,026	85,281
	FNMA PL#995876	90,000 note, 6%, 11/1/38	45,250	26,607
	FNMA PL#AB1389	371,000 note, 4.5%, 8/1/40	218,307	183,075
	FNMA PL#AB4115	423,000 note, 4%, 12/1/41	335,081	321,465
	FNMA PL#AB4297	274,000 note, 3.5%, 1/1/42	240,250	244,081
	FNMA PL#AH5583	257,000 note, 4.5%, 2/1/41	189,420	190,595
	FNMA Pool 735893	480,000 note, 5%, 10/1/35	146,047	123,086
	FNMA Pool AB5472	270,000 note, 3.5%, 6/1/42	255,058	257,509
	FNMA Pool AB5670	118,000 note, 3.5%, 7/1/42	122,431	122,153
	FNMA Pool AB7079	268,000 note, 3%, 11/1/42	282,134	280,478
	FNMA Pool AL1948	311,000 note, 4%, 1/1/42	325,856	326,805
	FNMA Pool AP0495	267,000 note, 3.5%, 8/1/42	282,756	283,085
	FNMA Pool AP4725	411,000 note, 3%, 8/1/27	425,086	425,018
	US Tsy Bond	602,000 note, .125%, 7/15/22	658,870	657,357
	US Tsy Bond	305,000 note, 2.75%, 8/15/42	304,576	294,517
	US Tsy Inflation	211,000 note, 2.5%, 1/15/29	329,121	324,234
	US Tsy Notes	260,000 note, 1.375%, 2/28/19	258,801	266,439
	US Tsy Notes	1,095,000 note, .75%, 10/31/17	1,100,441	1,098,592
	US Tsy Notes	433,000 note, 1.25%, 9/30/15	575,611	574,000
	US Tsy Notes	290,000 note, 1.625% 11/15/22	289,513	286,827
	US Tsy Notes	433,000 note, 1.75%, 5/31/16	452,638	452,316

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	US Tsy Notes	484,000 note, .625%, 8/31/17	484,862	483,545
	US Tsy Notes	315,000 note, 2.125%, 8/15/21	335,315	331,144
	US Tsy Notes	253,000 note, .375%, 3/15/15	253,505	253,514
	US Tsy Notes	332,000 note, 1%, 3/31/17	340,146	337,940
	Total U.S. Government and Agency Securities		<u>8,601,771</u>	<u>8,330,467</u>
	Mesirow Instit MS Fd	2,000,000 Shares	2,000,000	2,000,000
	Priv Adv Stable Val Erisa 5	500,004 Shares	2,850,000	3,042,403
	Sel ARV P 1.25X Ltd. Ser I	953 Shares	110,590	112,775
	Total Other		<u>4,960,590</u>	<u>5,155,178</u>
	TOTAL INVESTMENTS		<u><u>66,643,031</u></u>	<u><u>74,174,466</u></u>

* Party-in-interest

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