Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

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

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

OMB Nos. 1210-0110
1210-0089

2012

This Form is Open to Public Inspection

Part I Annual Report Identification Information

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

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

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

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

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

Part II Basic Plan Information—enter all requested information

1a Name of plan
61ST STREET SERVICE CORPORATION RETIREMENT PLAN

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 04/20/1988

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

61ST STREET SERVICE CORPORATION

250 WEST 57TH STREET
SUITE 2421
NEW YORK, NY 10107

2b Employer Identification Number (EIN) 13-3236346

2c Sponsor's telephone number 212-326-8462

2d Business code (see instructions) 541990

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

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

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

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

Preparer's telephone number (optional)

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

3b Administrator's EIN

3c Administrator's telephone number

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

a Sponsor's name

4b EIN

4c PN

5	Total number of participants at the beginning of the plan year	**5**	1349
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**	1141
b	Retired or separated participants receiving benefits	**6b**	0
c	Other retired or separated participants entitled to future benefits	**6c**	385
d	Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	1526
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	**6e**	0
f	Total. Add lines **6d** and **6e**	**6f**	1526
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	1060
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	0
7	Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions:
2E 2F 2G 2J 3D 3H

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

9a Plan funding arrangement (check all that apply)

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

9b Plan benefit arrangement (check all that apply)

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

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

a Pension Schedules

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

b General Schedules

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

SCHEDULE A (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Insurance Information

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

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

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

OMB No. 1210-0110

2012

This Form is Open to Public Inspection

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

A Name of plan
61ST STREET SERVICE CORPORATION RETIREMENT PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
61ST STREET SERVICE CORPORATION

D Employer Identification Number (EIN)
13-3236346

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

1 Coverage Information:

(a) Name of insurance carrier

ING LIFE INSURANCE & ANNUITY COMPANY

(b) EIN	**(c)** NAIC code	**(d)** Contract or identification number	**(e)** Approximate number of persons covered at end of policy or contract year	Policy or contract year	
				(f) From	**(g)** To
71-0294708	86509	PHZ536	1526	01/01/2012	12/31/2012

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

(a) Total amount of commissions paid	**(b)** Total amount of fees paid
18273	0

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

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

GBS RETIREMENT SERVICES, INC.
STE 300 2 GANNETT DR
WHITE PLAINS, NY 10604

(b) Amount of sales and base commissions paid	Fees and other commissions paid		
	(c) Amount	**(d)** Purpose	**(e)** Organization code
18273	0		3

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

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

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

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

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

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

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

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

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

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

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

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

Part II Investment and Annuity Contract Information

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

4	Current value of plan's interest under this contract in the general account at year end	4	7687444
5	Current value of plan's interest under this contract in separate accounts at year end	5	

6 Contracts With Allocated Funds:

a State the basis of premium rates ▶

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

Specify nature of costs ▶

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

(3) ☐ other (specify) ▶

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

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

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

(3) ☐ guaranteed investment (4) ☒ other ▶ GROUP PENSION FUNDING

b	Balance at the end of the previous year			7b	7082985
c	Additions: (1) Contributions deposited during the year	7c(1)	886821		
	(2) Dividends and credits	7c(2)			
	(3) Interest credited during the year	7c(3)	216565		
	(4) Transferred from separate account	7c(4)			
	(5) Other (specify below)	7c(5)	171870		
	▶ LOAN REPAYMENTS MISCELLANEOUS ADJUSTMENTS				
	(6) Total additions			7c(6)	1275256
d	Total of balance and additions (add lines **7b** and **7c(6)**).			7d	8358241
e	Deductions:				
	(1) Disbursed from fund to pay benefits or purchase annuities during year	7e(1)	456701		
	(2) Administration charge made by carrier	7e(2)	12206		
	(3) Transferred to separate account	7e(3)			
	(4) Other (specify below)	7e(4)	201890		
	▶ NEW EE LOANS TRANSFER TO SEPERATE ACCOUNT				
	(5) Total deductions			7e(5)	670797
f	Balance at the end of the current year (subtract line **7e(5)** from line **7d**)			7f	7687444

Part III Welfare Benefit Contract Information

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

8 Benefit and contract type (check all applicable boxes)

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

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

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

m ☐ Other (specify) ▶

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

Specify nature of costs ▶

Part IV Provision of Information

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

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

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

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

A Name of plan	**B** Three-digit plan number (PN) ▶
61ST STREET SERVICE CORPORATION RETIREMENT PLAN	001
C Plan sponsor's name as shown on line 2a of Form 5500	**D** Employer Identification Number (EIN)
61ST STREET SERVICE CORPORATION	13-3236346

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)

AMERICAN FUNDS

95-1411037

(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 52 63	INVESTMENT PROD. PROVIDER	0	Yes [X] No [ ]	Yes [ ] No [X]	33449	Yes [ ] No [X]

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

BARON FUNDS

13-3122938

(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 52 63	INVESTMENT PROD. PROVIDER	0	Yes [X] No [ ]	Yes [ ] No [X]	11454	Yes [ ] No [X]

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

BLACKROCK FUNDS

04-6171663

(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 52 63	INVESTMENT PROD. PROVIDER	0	Yes [X] No [ ]	Yes [ ] No [X]	8019	Yes [ ] No [X]

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

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

ING FINANCIAL ADVISERS

06-1375177

(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?
63	BROKER/DEALER	0	Yes [X] No [ ]	Yes [ ] No [X]	37983	Yes [ ] No [X]

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

ING LIFE INSURANCE AND ANNUITY CO.

71-0294708

(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?
60 64 65	SERVICE PROVIDER	30107	Yes [X] No [ ]	Yes [X] No [ ]	60283	Yes [ ] No [X]

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

ING MUTUAL FUNDS

95-4516049

(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 52 63	INVESTMENT PROD. PROVIDER	0	Yes [X] No [ ]	Yes [ ] No [X]	9550	Yes [ ] No [X]

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

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

T.ROWE PRICE FUNDS

52-2264646

(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 52 63	INVESTMENT PROD. PROVIDER	0	Yes [X] No [ ]	Yes [ ] No [X]	29094	Yes [ ] No [X]

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

GBS RETIREMENT SERVICES, INC

STE 300
2 GANNETT DRIVE
WHITE PLAINS, NY 10604

(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?
55	BROKER/DEALER	0	Yes [X] No [ ]	Yes [ ] No [X]	21373	Yes [ ] No [X]

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

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

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
AMERICAN FUNDS	28 52 63	6457

(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.
AMERICAN FUNDS CAPWLD G & I R3 95-1411037	INVESTMENT MANAGEMENT INVESTMENT MANAGEMENT FEES 12B-1 DISTRIBUTION FEES

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
AMERICAN FUNDS	28 52 63	2986

(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.
AMERICAN FUNDS EUROPACIFIC R3 95-1411037	INVESTMENT MANAGEMENT INVESTMENT MANAGEMENT FEES 12B-1 DISTRIBUTION FEES

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
AMERICAN FUNDS	28 52 63	10811

(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.
AMERICAN FUNDS FDMNTL INV R3 22-1557722	INVESTMENT MANAGEMENT INVESTMENT MANAGEMENT FEES 12B-1 DISTRIBUTION FEES

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
AMERICAN FUNDS	28 52 63	5421

(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.
AMERICAN FUNDS GROWTH FND R3 52-0792143	INVESTMENT MANAGEMENT INVESTMENT MANAGEMENT FEES 12B-1 DISTRIBUTION FEES

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
AMERICAN FUNDS	28 52 63	7775

(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.
AMERICAN FUNDS INCOME FND R3 06-0867264	INVESTMENT MANAGEMENT INVESTMENT MANAGEMENT FEES 12B-1 DISTRIBUTION FEES

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
BARON FUNDS	28 52 63	11454

(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.
BARON GROWTH FUND RET 13-3806818	INVESTMENT MANAGEMENT INVESTMENT MANAGEMENT FEES 12B-1 DISTRIBUTION FEES

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
BLACKROCK FUNDS	28 52 63	8019

(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.
BLACKROCK EQUITY DIVIDEND FUND R 22-6437098	INVESTMENT MANAGEMENT INVESTMENT MANAGEMENT FEES 12B-1 DISTRIBUTION FEES

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
ING FINANCIAL ADVISERS	63	1014

(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.
AMERICAN FUNDS FDMNTL INV R3 22-1557722	12B-1 DISTRIBUTION FEES

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
ING LIFE INSURANCE AND ANNUITY CO.	60	1702

(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.
AMERICAN FUNDS FDMNTL INV R3 22-1557722	SUB-TRANSFER/REIMBURSEMENT FEES

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
ING LIFE INSURANCE AND ANNUITY CO.	60	1215

(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.
AMERICAN FUNDS INCOME FND R3 06-0867264	SUB-TRANSFER/REIMBURSEMENT FEES

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
ING LIFE INSURANCE AND ANNUITY CO.	60	1302

(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.
BARON GROWTH FUND RET 13-3806818	SUB-TRANSFER/REIMBURSEMENT FEES

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
ING LIFE INSURANCE AND ANNUITY CO.	60	1461

(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.
BLACKROCK EQUITY DIVIDEND FUND R 22-6437098	SUB-TRANSFER/REIMBURSEMENT FEES

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
ING LIFE INSURANCE AND ANNUITY CO.	64	41724

(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.
ING FIXED ACCOUNT 71-0294708	RECORD-KEEPING FEES

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
ING LIFE INSURANCE AND ANNUITY CO.	60 65	2264

(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.
ING LARGE CAP GROWTH PORTFOLIO SRV 20-0573935	SUB-TRANSFER/REIMBURSEMENT FEES ACCOUNT MAINTENANCE FEES

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
ING LIFE INSURANCE AND ANNUITY CO.	60	1496

(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.
RIDGEWORTH MD CP VALUE EQUITY FND A 23-3095663	SUB-TRANSFER/REIMBURSEMENT FEES

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
ING LIFE INSURANCE AND ANNUITY CO.	60	1318

(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.
TROWEPRC RETIREMENT 2045 FUND R 65-1253987	SUB-TRANSFER/REIMBURSEMENT FEES

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
ING MUTUAL FUNDS	28 52 63	2512

(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.
ING JPMORGAN MID CAP VAL PORT ADV 75-3023510	INVESTMENT MANAGEMENT INVESTMENT MANAGEMENT FEES 12B-1 DISTRIBUTION FEES

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
ING MUTUAL FUNDS	28 52 63	4117

(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.
ING LARGE CAP GROWTH PORTFOLIO SRV 20-0573935	INVESTMENT MANAGEMENT INVESTMENT MANAGEMENT FEES 12B-1 DISTRIBUTION FEES

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
ING MUTUAL FUNDS	28 52 63	1875

(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.
ING TROWEPRICE GRWTH EQTY PORT SRV 06-1496081	INVESTMENT MANAGEMENT INVESTMENT MANAGEMENT FEES 12B-1 DISTRIBUTION FEES

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
T.ROWE PRICE FUNDS	28 52 63	3504

(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.
TROWEPRC MID-CAP GROWTH FUND R 52-1784828	INVESTMENT MANAGEMENT INVESTMENT MANAGEMENT FEES 12B-1 DISTRIBUTION FEES

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
T.ROWE PRICE FUNDS	52 63	2353

(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.
TROWEPRC RETIREMENT 2015 FUND R 65-1218396	INVESTMENT MANAGEMENT FEES 12B-1 DISTRIBUTION FEES

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
T.ROWE PRICE FUNDS	52 63	3947
(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.	
TROWEPRC RETIREMENT 2025 FUND R 65-1218398	INVESTMENT MANAGEMENT FEES 12B-1 DISTRIBUTION FEES	

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
T.ROWE PRICE FUNDS	52 63	6725
(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.	
TROWEPRC RETIREMENT 2035 FUND R 65-1218399	INVESTMENT MANAGEMENT FEES 12B-1 DISTRIBUTION FEES	

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
T.ROWE PRICE FUNDS	52 63	11101
(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.	
TROWEPRC RETIREMENT 2045 FUND R 65-1253987	INVESTMENT MANAGEMENT FEES 12B-1 DISTRIBUTION FEES	

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
ING FINANCIAL ADVISERS	63	2935

(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.
AMERICAN FUNDS CAP WLD G & I R3 95-1411037	12B-1 DISTRIBUTION FEES

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
ING FINANCIAL ADVISERS	63	1316

(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.
AMERICAN FUNDS EUROPACIFIC R3 95-1411037	12B-1 DISTRIBUTION FEES

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
ING FINANCIAL ADVISERS	63	5673

(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.
AMERICAN FUNDS FDMNTL INV R3 22-1557722	12B-1 DISTRIBUTION FEES

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
ING FINANCIAL ADVISERS	63	2794

(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.
AMERICAN FUNDS GROWTH FND R3 52-0792143	12B-1 DISTRIBUTION FEES

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
ING FINANCIAL ADVISERS	63	4050

(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.
AMERICAN FUNDS INCOME FND R3 06-0867264	12B-1 DISTRIBUTION FEES

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
ING FINANCIAL ADVISERS	63	2169

(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.
BARON GROWTH FUND RET 13-3806818	12B-1 DISTRIBUTION FEES

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
ING FINANCIAL ADVISERS	63	2922

(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.
BLACKROCK EQUITY DIVIDEND FUND R 22-6437098	12B-1 DISTRIBUTION FEES

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
ING FINANCIAL ADVISERS	63	1807

(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.
PIMCO TOTAL RETURN FUND R 33-0239892	12B-1 DISTRIBUTION FEES

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
ING FINANCIAL ADVISERS	63	1334

(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.
TROWEPRC MID-CAP GROWTH FUND R 52-1784828	12B-1 DISTRIBUTION FEES

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
ING FINANCIAL ADVISERS	63	1021
(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.	
TROWEPRC RETIREMENT 2015 FUND R 65-1218396	12B-1 DISTRIBUTION FEES	

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
ING FINANCIAL ADVISERS	63	1615
(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.	
TROWEPRC RETIREMENT 2025 FUND R 65-1218398	12B-1 DISTRIBUTION FEES	

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
ING FINANCIAL ADVISERS	63	2665
(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.	
TROWEPRC RETIREMENT 2035 FUND R 65-1218399	12B-1 DISTRIBUTION FEES	

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
ING FINANCIAL ADVISERS	63	4392

(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.
TROWEPRC RETIREMENT 2045 FUND R 65-1253987	12B-1 DISTRIBUTION FEES

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
GBS RETIREMENT SERVICES, INC	55	21373

(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.
ING FINANCIAL ADVISERS 06-1375177	ASSET BASED COMMISSIONS

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

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

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

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

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

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

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

(complete as many entries as needed)

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE H (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

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

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

OMB No. 1210-0110

2012

This Form is Open to Public Inspection

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

A Name of plan
61ST STREET SERVICE CORPORATION RETIREMENT PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
61ST STREET SERVICE CORPORATION

D Employer Identification Number (EIN)
13-3236346

Part I Asset and Liability Statement

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

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)		
(2) Participant contributions	1b(2)		
(3) Other	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)	653482	651179
(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)	7816179	9459307
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)	7082985	7687444
(15) Other	1c(15)		

		(a) Beginning of Year	(b) End of Year
1d Employer-related investments:			
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	15552646	17797930
Liabilities			
g Benefit claims payable	1g		
h Operating payables	1h		
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through1j)	1k	0	0
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	15552646	17797930

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)	1550086	
(B) Participants	2a(1)(B)	789675	
(C) Others (including rollovers)	2a(1)(C)	41562	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		2381323
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)	27958	
(F) Other	2b(1)(F)	216565	
(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		244523
(2) Dividends: **(A)** Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	234551	
(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		234551
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		0
(5) Unrealized appreciation (depreciation) of assets: **(A)** Real estate	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines **2b(5)(A)** and **(B)**	2b(5)(C)		0

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		973006
c Other income	2c		938
d Total income. Add all **income** amounts in column (b) and enter total	2d		3834341
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	1558950	
(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)		1558950
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)	30107	
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		30107
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		1589057
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		2245284
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

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

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

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

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

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

(1) Name: ROSEN SEYMOUR SHAPSS MARTIN & CO **(2)** EIN: 13-5653927

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

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

Part IV Compliance Questions

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

During the plan year:

		Yes	No	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)	4a	X		27302
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)	4b		X	

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

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

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

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

Part V Trust Information (optional)

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

SCHEDULE R (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Retirement Plan Information

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

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

OMB No. 1210-0110

2012

This Form is Open to Public Inspection.

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

A Name of plan
61ST STREET SERVICE CORPORATION RETIREMENT PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
61ST STREET SERVICE CORPORATION

D Employer Identification Number (EIN)
13-3236346

Part I Distributions

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

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions **1**

2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits):

EIN(s): 71-0294708

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

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

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

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

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

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

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

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

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

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

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

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

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

Part III Amendments

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

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

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

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

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

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

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

61ST STREET SERVICE CORPORATION
401(K) RETIREMENT PLAN

FINANCIAL STATEMENTS
AND SUPPLEMENTAL SCHEDULES

December 31, 2012 and 2011

WITH
INDEPENDENT AUDITORS' REPORT

61ST STREET SERVICE CORPORATION
401(K) RETIREMENT PLAN

CONTENTS

December 31, 2012 and 2011

	Page
INDEPENDENT AUDITORS' REPORT	1-2
FINANCIAL STATEMENTS	
Statements of Net Assets Available for Benefits As of December 31, 2012 and 2011	3
Statement of Changes in Net Assets Available for Benefits For the Years Ended December 31, 2012	4
Notes to Financial Statements	5-12
SUPPLEMENTAL SCHEDULES	
Schedule H – Part IV – Line 4a – Schedule of Delinquent Participant Contributions	13
Schedule H – Part IV – Line 4i – Schedule of Assets Held for Investments Purposes	14

RSSM ROSEN SEYMOUR SHAPSS MARTIN & COMPANY LLP
Certified Public Accountants & Profitability Consultants



INDEPENDENT AUDITORS' REPORT

To the Plan Fiduciary of
61st Street Service Corporation
401(k) Retirement Plan:

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of 61st Street Service Corporation 401(k) Retirement Plan (the "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 related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 6, which was certified by ING National Trust ("ING"), the trustee of the Plan as of December 31, 2012 and 2011, except for comparing the information with the related information included in the financial statements. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certification from the trustee as of

December 31, 2012 and 2011 and for the year ended December 31, 2012, that the information provided to the plan administrator by the trustee is complete and accurate.

Disclaimer of Opinion

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

Other Matter – Supplemental Schedules

The supplemental schedules (1) Schedule H, Part IV, Line 4a – Schedule of Delinquent Participant Contributions and (2) Schedule H, Part IV, Line 4i – Schedule of Assets (Held at End of Year) as of December 31, 2012 are required by the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and are presented for the purpose of additional analysis and are not a required part of the financial statements. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on these supplemental schedules.

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

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

Rosen Seymour Shapss Martin & Company LLP

CERTIFIED PUBLIC ACCOUNTANTS

New York, New York
October 3, 2013

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

December 31, 2012 and 2011

	2012	2011
ASSETS:		
Investments at fair value (Notes 2, 4 and 6):		
Mutual funds	$ 9,459,307	$ 7,816,180
Guaranteed interest account	7,687,444	7,082,985
Total investments	17,146,751	14,899,165
Notes receivable from participants (Notes 1 and 2)	651,179	653,481
Contribution receivables (Note 1):		
Contributions from participants	25,986	26,318
Contributions from employer	-	57,474
Total contribution receivables	25,986	83,792
Total assets	17,823,916	15,636,438
LIABILITIES:		
Excess contributions payable (Note 11)	19,536	-
NET ASSETS AVAILABLE FOR BENEFITS AT FAIR VALUE	17,804,380	15,636,438
Adjustment from fair value to contract value for fully benefit-responsive investment contracts (Notes 4 and 7)	-	-
NET ASSETS AVAILABLE FOR BENEFITS	$ 17,804,380	$ 15,636,438

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

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

Year Ended December 31, 2012

ADDITIONS TO NET ASSETS ATTRIBUTED TO:	
Investment income (Notes 2 and 6):	
Net appreciation in fair value of investments	$ 1,207,557
Interest from investments	216,565
	1,424,122
Interest on notes receivable from participants	27,958
Contributions:	
Participants	830,905
Employer	1,492,612
Total contributions	2,323,517
Total	3,775,597
DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:	
Benefits paid to participants	1,504,609
Defaulted participant loans (Note 1)	53,403
Excess contributions payable (Note 11)	19,536
Administrative expenses	30,107
Total deductions	1,607,655
Net increase	2,167,942
NET ASSETS AVAILABLE FOR BENEFITS:	
Beginning of year	15,636,438
End of year	$ 17,804,380

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

1. Description of Plan

The following description of the 61st Street Corporation 401(k) Retirement Plan (the "Plan") provides only general information. A more complete description is provided in the Plan agreement.

General

The Plan is a 401(k) plan with a profit sharing plan feature funded with deferred compensation contributions made by all eligible employees and discretionary contributions made by 61st Street Corporation (the "Employer") on behalf of all eligible employees.

Eligibility

Participation is restricted to employees age 18 or older working at least 1,000 hours per year. An employee is able to make a 401(k) contribution on the first of the month coinciding with or next following the date in which he or she completes six months and 520 hours of service. This elective compensation reduction is limited in accordance with Internal Revenue Code ("IRC") regulations. The Employer may make a discretionary contribution as of the first of the month coinciding with or next following the completion of two years of service by the employee.

Compensation

The Employer has elected to use total gross compensation including elective salary reductions such as contributions to the 401(k) plan, tax sheltered annuities or the Employer's cafeteria plan, in computing both the participant's elective contribution and the Employer's contribution.

Contributions

Each year, eligible participants may contribute up to the lesser of 20% of their pretax compensation, as defined by the Plan, or the maximum 401(k) deferral permitted by law. Participants who have attained the age of 50 are eligible to make an additional catch-up contribution in accordance with IRC regulations. Participants may also contribute amounts representing eligible distributions from other qualified plans (rollovers).

The Employer has made a discretionary contribution to the Plan equal to 5% of compensation, as defined by the Plan, for all eligible participants for the years ended December 31, 2012 and 2011.

Participant Accounts

Participants direct the investments of their contributions into various options offered by the Plan. Each participant's account is credited with the participant's elective contributions as well as the Employer's contribution and Plan earnings. Participant accounts are charged with administrative expenses applicable to their account. Other fixed costs are paid by the plan sponsor. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Funding

The trustee of the Plan has entered into an agreement with ING Life Insurance and Annuity Company to maintain segregated accounts for each of the Plan's participants and to offer each participant a range of investment options through its division, ING Financial Services. See Note 6.

Vesting

All participants' accounts are 100% immediately vested both as to a participant's elective contributions and any employer contributions.

Notes Receivable From Participants

The Plan permits participants to borrow up to 50% of their account balances, not to exceed $50,000, on terms similar to those that would be obtained from other lenders under the circumstances. During 2012, loans were issued with an interest rate of 4.25%. A balance of the participant's account balance equal to the amount borrowed is pledged as collateral to insure repayment of the loan. Loan repayments of both principal and interest are made through payroll deductions over the term of the loan which cannot exceed 60 months, unless the loan proceeds are used to purchase a principal residence. In that case, repayment may be made over a period of up to 15 years. Upon default, the outstanding loan balance is considered a distribution to the participant. Loans totaling $55,403 and $44,368 were in default for the years ended December 31, 2012 and 2011, respectively.

Tax Status

The latest favorable determination letter, dated August 27, 2007, was received from the Internal Revenue Service informing the Plan that it is designed in accordance with applicable sections of the IRC. That determination letter had an expiration date of January 31, 2012. An application for a renewal was filed after the last twelve-month period before the expiration date of the previous letter and, therefore, is considered an "off-cycle" filing. Off-cycle filings are suspended until all on-cycle applications are reviewed and processed. As of the date of this report, the application for renewal of a favorable determination letter is still pending. The plan sponsor believes that the Plan continues to qualify and operate as designed and in accordance with IRC regulations.

Accounting principles generally accepted in the United States of America require management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the federal and state taxing authorities. The plan administrator has analyzed the tax positions taken by the Plan, and has concluded that, as of December 31, 2012, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to audits by federal and state taxing authorities; however, there are currently no audits for any tax periods in progress. The Plan is subject to examinations for tax years 2010 through 2012.

2. Summary of Significant Accounting Policies

Basis of Accounting

The financial statements of the Plan are prepared in accordance with accounting principles generally accepted in the United States of America which include the accrual method of accounting for filing with the Department of Labor ("DOL").

Investment contracts held by a defined contribution plan are required to be reported at fair value. However, contract value is the relevant measurement attribute for that portion of the net assets available for benefits of a defined contribution plan attributable to fully benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the plan. The Statements of Net Assets Available for Benefits present the fair value of the investment contracts as well as the adjustment of the fully benefit-responsive investment contracts from fair value to contract value. The Statement of Changes in Net Assets Available for Benefits is prepared on a contract value basis.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

Investment Valuation and Income Recognition

Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 4 for a discussion of fair value measurements.

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

Notes Receivable From Participants

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Delinquent participant loans are reclassified as distributions based upon the terms of the Plan.

Payment of Benefits

Benefits are recorded when paid.

Plan Administrative Expenses

The Sponsor pays various costs associated with the administration of the Plan. (See Note 9 for expenses paid directly by the Plan.)

3. Trustee

The Employer is both the plan sponsor and plan administrator. The trustee of the Plan is ING National Trust. As of January 1, 2003 the

above parties have named the Director of Human Resources of the Employer as the plan fiduciary. The trustee holds all amounts the Employer contributes plus elective deferrals made by the participants/employees ("401(k) contributions") in segregated accounts for the benefit of each plan participant. The trustee makes all distributions and benefit payments to participants and beneficiaries, including loans, and is responsible for maintaining the Plan records on a plan year basis.

4. Fair Value Measurements

Generally accepted accounting principles define fair value, establish a framework for measuring fair value, and establish fair value hierarchy which prioritizes the inputs to valuation techniques. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. A fair value measurement assumes that the transaction to sell the asset or liability or, in the absence of principal market, the most advantageous market. Valuation techniques that are consistent with the market, income or cost approach, as specified by generally accepted accounting principles, are used to measure fair value. The fair value prioritizes the inputs to valuation techniques used to measure fair value into three broad levels:

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

Level 2 Inputs to the valuation methodology include:

- quoted prices for similar assets or liabilities in active markets;
- quoted prices for identical or similar assets or liabilities in inactive markets;
- inputs other than quoted prices that are observable for the asset or liability;
- inputs that are derived principally from or corroborated by observable market data by correlation or other means.

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

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

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

Following is a description of the valuation methodologies used for assets at fair value. There have been no changes in the methodologies used at December 31, 2012 and 2011.

Mutual Funds: Valued at the daily closing price as reported by the fund. Mutual funds held by the Plan are registered with the Securities and Exchange Commission. These funds are required to publish their daily net asset value ("NAV) and to transact at the price. The mutual funds held by the Plan are *actively* traded.

Guaranteed Interest Contract: Valued by discounting the related cash flows based on current yields of similar instruments with comparable duration (see Note 7).

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

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, respectively:

Assets at Fair Value as of December 31, 2012

	Level 1	Level 2	Level 3	Total
Mutual Funds:				
Growth funds	$ 2,825,669	$ -	$ -	$ 2,825,669
Fixed income funds	423,557	-	-	423,557
Allocated funds	2,559,498	-	-	2,559,498
Other funds	3,650,583	-	-	3,650,583
Total mutual funds	9,459,307	-	-	9,459,307
Guaranteed interest contract	-	-	7,687,444	7,687,444
	$ 9,459,307	$ -	$ 7,687,444	$ 17,146,751

Assets at Fair Value as of December 31, 2011

	Level 1	Level 2	Level 3	Total
Mutual Funds:				
Growth funds	$ 2,660,115	$ -	$ -	$ 2,660,115
Fixed income funds	442,687	-	-	442,687
Allocated funds	1,592,975	-	-	1,592,975
Other funds	3,120,403	-	-	3,120,403
Total mutual funds	7,816,180	-	-	7,816,180
Guaranteed interest contract	-	-	7,082,985	7,082,985
	$ 7,816,180	$ -	$ 7,082,985	$ 14,899,165

The following table sets forth a summary of changes in the fair value of the Plan's level 3 assets for the year ended December 31, 2012:

	Guaranteed Interest Contract
Balance, beginning of year	$ 7,082,985
Realized gains	216,565
Unrealized gains relating to instruments still held at reporting date	-
Purchases, sales, issuances and settlements (net)	387,894
Balance, end of year	$ 7,687,444

5. Plan Termination

Although it has not expressed any intent to do so, the 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. However, in this unlikely event, participants will be fully vested in the aggregate value of their individual accounts.

6. Information Certified by Plan Trustee

The trustee of the Plan has provided certification for the assets that they held for a "limited scope" audit, as permitted by 29 CFR 2510.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

The Plan invests in various mutual funds as chosen by each participant. The Plan also offers a benefit-responsive fixed income option represented by an annuity contract with the ING Life Insurance and Annuity Company, and paying an interest rate determined monthly, but not less than a minimum guaranteed return of 3% per annum (see Note 7). ING has certified the following fair value of investments as of December 31, 2012 and 2011:

	2012	2011
Mutual Funds:		
Growth funds	$ 2,825,669	$ 2,660,115
Fixed income funds	423,557	442,687
Allocated funds	2,559,498	1,592,975
Other funds	3,650,583	3,120,403
Total mutual funds	9,459,307	7,816,180
Guaranteed interest contracts	7,687,444	7,082,985
Total investments	$ 17,146,751	$ 14,899,165
Notes receivable from participant accounts	$ 651,179	$ 653,481
Investment income	$ 1,424,122	
Interest income on notes receivable from participants	$ 27,958	

During the year ended December 31, 2012, the Plan's investments, including gains and losses on investments bought and sold (realized) as well as held during the year (unrealized), appreciated in value by $1,207,557, and are reported in net appreciation in fair value of investments in the Statement of Changes in Net Assets Available for Benefits.

Investments representing 5% or more of the Plan's assets are as follows:

	2012	2011
ING Fixed Income Account	$ 7,687,444	$ 7,082,985
Baron Growth Fund	-	820,482
ING Large Cap Growth - Svc 2	996,986	-
T Rowe Price RT 2045 F-R	1,068,566	-
Growth Fund R3	-	862,927
Fdmntl Inv R3	1,210,465	1,025,610

7. Annuity Contract With Insurance Company

The Plan maintains a benefit-responsive annuity contract with ING Life Insurance and Annuity Company. The contract is included in the financial statements of the Plan at fair value as reported to the Plan by ING. Because this guaranteed interest option is fully benefit-responsive, contract value is the relevant measurement for that portion of net assets available for benefits attributable to this investment option. Therefore, an adjustment to fair value has been included in the financial statements to arrive at net assets available for benefits. Contract value represents contributions made under the contract plus earnings, less participant withdrawals and administrative expenses. Participants may ordinarily direct the withdrawals or transfer of all or a portion of their investments at contract value. ING is contractually obligated to repay the principal and a

specified interest rate that is guaranteed to the Plan.

For the years ended December 31, 2012 and 2011, the custodian has certified that there was no adjustment required to the contract value and the fair value of these contracts.

The average yield and crediting interest rate was 3% during 2012 and 2011.

Certain events limit the ability of the Plan to transact at contract value with the issuer. Such events include the following: (1) amendments to the plan documents (including complete or partial plan termination or merger with another plan); (2) changes to the Plan's prohibition on competing investment options or deletion of equity wash provisions; (3) bankruptcy of the plan sponsor or other plan sponsor events (for example, divestitures or spin-offs of a subsidiary) that cause a significant withdrawal from the Plan; or (4) the failure of the trust to qualify for exemption from federal income taxes or any required prohibited transaction exemption under ERISA. The plan administrator does not believe that any events which would limit the Plan's ability to transact at contract value with participants are probable of occurring.

The guaranteed investment contract does not permit the insurance company to terminate the agreement prior to the scheduled maturity date.

8. Reconciliation of Financial Statements to Form 5500

The following is a reconciliation of net assets available for benefits per the financial statements to Form 5500:

	As of December 31,	
	2012	2011
Net assets available for benefits per the financial statements	$ 17,804,380	$ 15,636,438
Add: excess contributions payable	19,536	-
Less: contribution receivable at end of year	(25,986)	(83,792)
Net assets available for benefits per Form 5500	$ 17,797,930	$ 15,552,646

The following is a reconciliation of the changes in net assets per the financial statements for the year ended December 31, 2012 to Form 5500:

	Accounts in Financial Statements	Deduct	Add	Accounts in Form 5500
Contributions –				
Participant	$ 830,905	$ (25,986)	$ 26,318	$ 831,237
Employer	1,492,612	-	57,474	1,550,086
	2,323,517	(25,986)	83,792	2,381,323
Income	1,452,080	-	938	1,453,018
Benefits paid	(1,504,609)	(938)	-	(1,505,547)
Loan defaults	(53,403)	-	-	(53,403)
Excess contributions payable	(19,536)	-	19,536	-
Administrative expenses	(30,107)	-	-	(30,107)
	$ 2,167,942	$ (26,924)	$ 104,266	$ 2,245,284

9. Related Parties

Certain Plan investments are shares of mutual funds managed by ING Life Insurance and Annuity Company. ING National Trust is the trustee as defined by the Plan and, therefore,

these transactions qualify as party-in-interest transactions but are exempt from the prohibited transaction rules. Fees paid by the Plan to ING Life Insurance and Annuity Company amounted to $30,107 for the year ended December 31, 2012.

10. Risks and Uncertainties

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

11. Excess Contributions Payable

Excess contributions payable represent refunds of participant deferrals in excess of contributions permitted in order to satisfy the relevant nondiscrimination provisions of the Plan. The amounts are returned to the participants during the following plan year and are also reported as excess contributions payable on the Schedules of Net Assets Available for Benefits as of the end of the respective plan years.

Excess deferrals to be refunded amounted to $19,536 for the plan year ending December 31, 2012. There were no excess deferrals to be refunded for the plan year ended December 31, 2011.

12. Delinquent Plan Participant Contributions

During the period from April through August of 2012, a program error in the sponsor's payroll software prevented the complete reporting of participants' elective deferrals. The error was discovered in August and self-corrected before the end of the plan year. In total, approximately $27,000 of employee contributions, plus interest, was restored to Plan accounts. The sponsor also reported and paid the requisite excise tax on the prohibited transaction.

13. Subsequent Events

The Plan has evaluated its subsequent events through October 3, 2013, the date that the accompanying financial statements were available to be issued. The Plan has determined that there are no material subsequent events that require adjustment or disclosure in the financial statements.

SUPPLEMENTAL SCHEDULES

61ST STREET SERVICE CORPORATION
401(K) RETIREMENT PLAN

SPONSOR ID NO. 13-3236346
PLAN NO. 001

SCHEDULE H, PART IV – LINE 4a – SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS

December 31, 2012

Delinquent Contributions Transferred Late to Plan	Total That Constitute Nonexempt Prohibitive Transactions			Total Fully Corrected Under VFCP and PTE 2002-51
	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	
$ 27,302	$ -0-	$ 27,302	$ -0-	$ -0-

See independent auditors' report.

61ST STREET SERVICE CORPORATION
401(K) RETIREMENT PLAN

SPONSOR ID NO. 13-3236346
PLAN NO. 001

SCHEDULE H, LINE 4I – SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES

December 31, 2012

(a)	Identity of Issue, Borrower, Lessor, or Similar Party (b)	Description of Investment, Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value (c)	Cost (d)	Current Value (e)
	Baron Funds	Baron Growth Fund – Retail Shares	**	$ 819,658
	T. Rowe Price	ING T. Rowe Price Growth Equity Portfolio	**	174,977
	T. Rowe Price	T. Rowe Price Mid-Cap Growth Fund – R Class	**	285,269
	American Funds	Capital World Growth & Income R3	**	548,779
	American Century Investments	American Century Inflation Protection Bond Fd	**	35,871
	PIMCO	PIMCO Total Return Fund – Class R	**	387,686
*	ING Life Insurance and Annuity Company	ING Large Cap Growth Portfolio – Service 2	**	996,986
*	ING Life Insurance and Annuity Company	ING JPMorgan Mid Cap Value Portfolio – Adviser Cl	**	188,598
*	ING Life Insurance and Annuity Company	ING Inv Vkpn Grw & Inc Prt Srv2	**	79,949
*	ING Life Insurance and Annuity Company	ING Fixed Income Account	**	7,687,444
*	ING Life Insurance and Annuity Company	ING Russell Mid Cap Index – Class S	**	93,418
	BlackRock	BlackRock Equity Dividend Fund – Class R	**	650,476
	American Funds	EuroPacific R3	**	240,464
	Ridge Worth	Ridge Worth MdCp VI EqFnd-A Sh	**	323,937
	American Funds	Fdmntl Inv R3	**	1,210,465
	American Funds	Income Fnd R3	**	863,276
	T. Rowe Price	T Rowe Prc Rt 2015 F-R	**	256,284
	T. Rowe Price	T Rowe Prc Rt 2020 F-R	**	2,884
	T. Rowe Price	T Rowe Prc Rt 2025 F-R	**	384,171
	T. Rowe Price	T Rowe Prc Rt 2030 F-R	**	17,884
	T. Rowe Price	T Rowe Prc Rt 2035 F-R	**	639,773
	T. Rowe Price	T Rowe Prc Rt 2040 F-R	**	15,561
	T. Rowe Price	T Rowe Prc Rt 2045 F-R	**	1,068,566
	T. Rowe Price	T Rowe Prc Rt 2050 F-R	**	51,235
	T. Rowe Price	T Rowe Prc Rt 2055 F-R	**	64,998
	T. Rowe Price	T Rowe Prc Rt Inc F-R	**	58,142
*	Notes receivable from participant	4.25% – 9.25% through June, 2026	-0-	651,179
		Total		$ 17,797,930

* A party in interest as defined by ERISA
** Cost omitted for participant directed investments

See independent auditors' report.

Attachment to 2012 Form 5500
Schedule H, line 4i - Schedule of Assets
(Held at End of Year)
61st Street Service Corporation 401(k) Retirement Plan
EIN#13-3236346
Plan#001
As Of December 31, 2012

(a)	(b) Identity of issue, borrower, lessor or similar party	(c) Description of investments including maturity date, rate of interest, collateral, par, or maturity date	(d)Cost	(e) Current Value
	AmCen ShortDurInflProBd F R	Registered Investment Company		$35,871
	American Funds Cap Wld G&I R3	Registered Investment Company		$548,779
	American Funds EuroPacific R3	Registered Investment Company		$240,464
	American Funds Fdmntl Inv R3	Registered Investment Company		$1,210,465
	American Funds Income Fnd R3	Registered Investment Company		$863,276
	Baron Growth Fund Ret	Registered Investment Company		$819,658
	BlkRck Equity Dividend Fnd R	Registered Investment Company		$650,476
*	ING Fixed Account	Insurance Company General Account		$7,687,444
*	ING InvVKpn Grw & Inc Prt Srv2	Registered Investment Company		$79,949
*	ING JPM MdCp Value Port Adv	Registered Investment Company		$188,598
*	ING Large Cap Growth Pt Svc2	Registered Investment Company		$996,986
*	ING Russell Mid Cap Index Cl S	Registered Investment Company		$93,418
*	ING TRowePrc Grw Eqty Pt Srv2	Registered Investment Company		$174,977
	PIMCO Total Return Fund R	Registered Investment Company		$387,686
	RidgeWorth MdCp Vl Eqty Fnd A	Registered Investment Company		$323,937
	TRwPr Mid-Cap Growth Fund R	Registered Investment Company		$285,269
	TRwPr Retirement 2015 Fund R	Registered Investment Company		$256,284
	TRwPr Retirement 2020 Fund R	Registered Investment Company		$2,884
	TRwPr Retirement 2025 Fund R	Registered Investment Company		$384,171
	TRwPr Retirement 2030 Fund R	Registered Investment Company		$17,884
	TRwPr Retirement 2035 Fund R	Registered Investment Company		$639,773
	TRwPr Retirement 2040 Fund R	Registered Investment Company		$15,561
	TRwPr Retirement 2045 Fund R	Registered Investment Company		$1,068,566
	TRwPr Retirement 2050 Fund R	Registered Investment Company		$51,235
	TRwPr Retirement 2055 Fund R	Registered Investment Company		$64,998
	TRwPr Retirement Inc Fund R	Registered Investment Company		$58,142
		Participant Loans - Rates 4.25% to 11.00%		$651,179
	TOTAL			$17,797,930

* denotes party-in-interest
Column (d) is not required as the Plan's investments are totally participant directed.

61ST STREET SERVICE CORPORATION
401(K) RETIREMENT PLAN

FINANCIAL STATEMENTS
AND SUPPLEMENTAL SCHEDULES

December 31, 2012 and 2011

WITH
INDEPENDENT AUDITORS' REPORT

61ST STREET SERVICE CORPORATION
401(K) RETIREMENT PLAN

CONTENTS

December 31, 2012 and 2011

	Page
INDEPENDENT AUDITORS' REPORT	1-2
FINANCIAL STATEMENTS	
Statements of Net Assets Available for Benefits As of December 31, 2012 and 2011	3
Statement of Changes in Net Assets Available for Benefits For the Years Ended December 31, 2012	4
Notes to Financial Statements	5-12
SUPPLEMENTAL SCHEDULES	
Schedule H – Part IV – Line 4a – Schedule of Delinquent Participant Contributions	13
Schedule H – Part IV – Line 4i – Schedule of Assets Held for Investments Purposes	14

RSSM ROSEN SEYMOUR SHAPSS MARTIN & COMPANY LLP
Certified Public Accountants & Profitability Consultants



INDEPENDENT AUDITORS' REPORT

To the Plan Fiduciary of
61st Street Service Corporation
401(k) Retirement Plan:

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of 61st Street Service Corporation 401(k) Retirement Plan (the "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 related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 6, which was certified by ING National Trust ("ING"), the trustee of the Plan as of December 31, 2012 and 2011, except for comparing the information with the related information included in the financial statements. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certification from the trustee as of

December 31, 2012 and 2011 and for the year ended December 31, 2012, that the information provided to the plan administrator by the trustee is complete and accurate.

Disclaimer of Opinion

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

Other Matter – Supplemental Schedules

The supplemental schedules (1) Schedule H, Part IV, Line 4a – Schedule of Delinquent Participant Contributions and (2) Schedule H, Part IV, Line 4i – Schedule of Assets (Held at End of Year) as of December 31, 2012 are required by the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and are presented for the purpose of additional analysis and are not a required part of the financial statements. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on these supplemental schedules.

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

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

Rosen Seymour Shapss Martin & Company LLP

CERTIFIED PUBLIC ACCOUNTANTS

New York, New York
October 3, 2013

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

December 31, 2012 and 2011

	2012	2011
ASSETS:		
Investments at fair value (Notes 2, 4 and 6):		
Mutual funds	$ 9,459,307	$ 7,816,180
Guaranteed interest account	7,687,444	7,082,985
Total investments	17,146,751	14,899,165
Notes receivable from participants (Notes 1 and 2)	651,179	653,481
Contribution receivables (Note 1):		
Contributions from participants	25,986	26,318
Contributions from employer	-	57,474
Total contribution receivables	25,986	83,792
Total assets	17,823,916	15,636,438
LIABILITIES:		
Excess contributions payable (Note 11)	19,536	-
NET ASSETS AVAILABLE FOR BENEFITS AT FAIR VALUE	17,804,380	15,636,438
Adjustment from fair value to contract value for fully benefit-responsive investment contracts (Notes 4 and 7)	-	-
NET ASSETS AVAILABLE FOR BENEFITS	$ 17,804,380	$ 15,636,438

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

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

Year Ended December 31, 2012

ADDITIONS TO NET ASSETS ATTRIBUTED TO:	
Investment income (Notes 2 and 6):	
Net appreciation in fair value of investments	$ 1,207,557
Interest from investments	216,565
	1,424,122
Interest on notes receivable from participants	27,958
Contributions:	
Participants	830,905
Employer	1,492,612
Total contributions	2,323,517
Total	3,775,597
DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:	
Benefits paid to participants	1,504,609
Defaulted participant loans (Note 1)	53,403
Excess contributions payable (Note 11)	19,536
Administrative expenses	30,107
Total deductions	1,607,655
Net increase	2,167,942
NET ASSETS AVAILABLE FOR BENEFITS:	
Beginning of year	15,636,438
End of year	$ 17,804,380

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

1. Description of Plan

The following description of the 61st Street Corporation 401(k) Retirement Plan (the "Plan") provides only general information. A more complete description is provided in the Plan agreement.

General

The Plan is a 401(k) plan with a profit sharing plan feature funded with deferred compensation contributions made by all eligible employees and discretionary contributions made by 61st Street Corporation (the "Employer") on behalf of all eligible employees.

Eligibility

Participation is restricted to employees age 18 or older working at least 1,000 hours per year. An employee is able to make a 401(k) contribution on the first of the month coinciding with or next following the date in which he or she completes six months and 520 hours of service. This elective compensation reduction is limited in accordance with Internal Revenue Code ("IRC") regulations. The Employer may make a discretionary contribution as of the first of the month coinciding with or next following the completion of two years of service by the employee.

Compensation

The Employer has elected to use total gross compensation including elective salary reductions such as contributions to the 401(k) plan, tax sheltered annuities or the Employer's cafeteria plan, in computing both the participant's elective contribution and the Employer's contribution.

Contributions

Each year, eligible participants may contribute up to the lesser of 20% of their pretax compensation, as defined by the Plan, or the maximum 401(k) deferral permitted by law. Participants who have attained the age of 50 are eligible to make an additional catch-up contribution in accordance with IRC regulations. Participants may also contribute amounts representing eligible distributions from other qualified plans (rollovers).

The Employer has made a discretionary contribution to the Plan equal to 5% of compensation, as defined by the Plan, for all eligible participants for the years ended December 31, 2012 and 2011.

Participant Accounts

Participants direct the investments of their contributions into various options offered by the Plan. Each participant's account is credited with the participant's elective contributions as well as the Employer's contribution and Plan earnings. Participant accounts are charged with administrative expenses applicable to their account. Other fixed costs are paid by the plan sponsor. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Funding

The trustee of the Plan has entered into an agreement with ING Life Insurance and Annuity Company to maintain segregated accounts for each of the Plan's participants and to offer each participant a range of investment options through its division, ING Financial Services. See Note 6.

Vesting

All participants' accounts are 100% immediately vested both as to a participant's elective contributions and any employer contributions.

Notes Receivable From Participants

The Plan permits participants to borrow up to 50% of their account balances, not to exceed $50,000, on terms similar to those that would be obtained from other lenders under the circumstances. During 2012, loans were issued with an interest rate of 4.25%. A balance of the participant's account balance equal to the amount borrowed is pledged as collateral to insure repayment of the loan. Loan repayments of both principal and interest are made through payroll deductions over the term of the loan which cannot exceed 60 months, unless the loan proceeds are used to purchase a principal residence. In that case, repayment may be made over a period of up to 15 years. Upon default, the outstanding loan balance is considered a distribution to the participant. Loans totaling $55,403 and $44,368 were in default for the years ended December 31, 2012 and 2011, respectively.

Tax Status

The latest favorable determination letter, dated August 27, 2007, was received from the Internal Revenue Service informing the Plan that it is designed in accordance with applicable sections of the IRC. That determination letter had an expiration date of January 31, 2012. An application for a renewal was filed after the last twelve-month period before the expiration date of the previous letter and, therefore, is considered an "off-cycle" filing. Off-cycle filings are suspended until all on-cycle applications are reviewed and processed. As of the date of this report, the application for renewal of a favorable determination letter is still pending. The plan sponsor believes that the Plan continues to qualify and operate as designed and in accordance with IRC regulations.

Accounting principles generally accepted in the United States of America require management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the federal and state taxing authorities. The plan administrator has analyzed the tax positions taken by the Plan, and has concluded that, as of December 31, 2012, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to audits by federal and state taxing authorities; however, there are currently no audits for any tax periods in progress. The Plan is subject to examinations for tax years 2010 through 2012.

2. Summary of Significant Accounting Policies

Basis of Accounting

The financial statements of the Plan are prepared in accordance with accounting principles generally accepted in the United States of America which include the accrual method of accounting for filing with the Department of Labor ("DOL").

Investment contracts held by a defined contribution plan are required to be reported at fair value. However, contract value is the relevant measurement attribute for that portion of the net assets available for benefits of a defined contribution plan attributable to fully benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the plan. The Statements of Net Assets Available for Benefits present the fair value of the investment contracts as well as the adjustment of the fully benefit-responsive investment contracts from fair value to contract value. The Statement of Changes in Net Assets Available for Benefits is prepared on a contract value basis.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

Investment Valuation and Income Recognition

Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 4 for a discussion of fair value measurements.

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

Notes Receivable From Participants

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Delinquent participant loans are reclassified as distributions based upon the terms of the Plan.

Payment of Benefits

Benefits are recorded when paid.

Plan Administrative Expenses

The Sponsor pays various costs associated with the administration of the Plan. (See Note 9 for expenses paid directly by the Plan.)

3. Trustee

The Employer is both the plan sponsor and plan administrator. The trustee of the Plan is ING National Trust. As of January 1, 2003 the

above parties have named the Director of Human Resources of the Employer as the plan fiduciary. The trustee holds all amounts the Employer contributes plus elective deferrals made by the participants/employees ("401(k) contributions") in segregated accounts for the benefit of each plan participant. The trustee makes all distributions and benefit payments to participants and beneficiaries, including loans, and is responsible for maintaining the Plan records on a plan year basis.

4. Fair Value Measurements

Generally accepted accounting principles define fair value, establish a framework for measuring fair value, and establish fair value hierarchy which prioritizes the inputs to valuation techniques. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. A fair value measurement assumes that the transaction to sell the asset or liability or, in the absence of principal market, the most advantageous market. Valuation techniques that are consistent with the market, income or cost approach, as specified by generally accepted accounting principles, are used to measure fair value. The fair value prioritizes the inputs to valuation techniques used to measure fair value into three broad levels:

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

Level 2 Inputs to the valuation methodology include:

- quoted prices for similar assets or liabilities in active markets;
- quoted prices for identical or similar assets or liabilities in inactive markets;
- inputs other than quoted prices that are observable for the asset or liability;
- inputs that are derived principally from or corroborated by observable market data by correlation or other means.

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

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

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

Following is a description of the valuation methodologies used for assets at fair value. There have been no changes in the methodologies used at December 31, 2012 and 2011.

Mutual Funds: Valued at the daily closing price as reported by the fund. Mutual funds held by the Plan are registered with the Securities and Exchange Commission. These funds are required to publish their daily net asset value ("NAV) and to transact at the price. The mutual funds held by the Plan are *actively* traded.

Guaranteed Interest Contract: Valued by discounting the related cash flows based on current yields of similar instruments with comparable duration (see Note 7).

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

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, respectively:

Assets at Fair Value as of December 31, 2012

	Level 1	Level 2	Level 3	Total
Mutual Funds:				
Growth funds	$ 2,825,669	$ -	$ -	$ 2,825,669
Fixed income funds	423,557	-	-	423,557
Allocated funds	2,559,498	-	-	2,559,498
Other funds	3,650,583	-	-	3,650,583
Total mutual funds	9,459,307	-	-	9,459,307
Guaranteed interest contract	-	-	7,687,444	7,687,444
	$ 9,459,307	$ -	$ 7,687,444	$ 17,146,751

Assets at Fair Value as of December 31, 2011

	Level 1	Level 2	Level 3	Total
Mutual Funds:				
Growth funds	$ 2,660,115	$ -	$ -	$ 2,660,115
Fixed income funds	442,687	-	-	442,687
Allocated funds	1,592,975	-	-	1,592,975
Other funds	3,120,403	-	-	3,120,403
Total mutual funds	7,816,180	-	-	7,816,180
Guaranteed interest contract	-	-	7,082,985	7,082,985
	$ 7,816,180	$ -	$ 7,082,985	$ 14,899,165

The following table sets forth a summary of changes in the fair value of the Plan's level 3 assets for the year ended December 31, 2012:

	Guaranteed Interest Contract
Balance, beginning of year	$ 7,082,985
Realized gains	216,565
Unrealized gains relating to instruments still held at reporting date	-
Purchases, sales, issuances and settlements (net)	387,894
Balance, end of year	$ 7,687,444

5. Plan Termination

Although it has not expressed any intent to do so, the 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. However, in this unlikely event, participants will be fully vested in the aggregate value of their individual accounts.

6. Information Certified by Plan Trustee

The trustee of the Plan has provided certification for the assets that they held for a "limited scope" audit, as permitted by 29 CFR 2510.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

The Plan invests in various mutual funds as chosen by each participant. The Plan also offers a benefit-responsive fixed income option represented by an annuity contract with the ING Life Insurance and Annuity Company, and paying an interest rate determined monthly, but not less than a minimum guaranteed return of 3% per annum (see Note 7). ING has certified the following fair value of investments as of December 31, 2012 and 2011:

	2012	2011
Mutual Funds:		
Growth funds	$ 2,825,669	$ 2,660,115
Fixed income funds	423,557	442,687
Allocated funds	2,559,498	1,592,975
Other funds	3,650,583	3,120,403
Total mutual funds	9,459,307	7,816,180
Guaranteed interest contracts	7,687,444	7,082,985
Total investments	$ 17,146,751	$ 14,899,165
Notes receivable from participant accounts	$ 651,179	$ 653,481
Investment income	$ 1,424,122	
Interest income on notes receivable from participants	$ 27,958	

During the year ended December 31, 2012, the Plan's investments, including gains and losses on investments bought and sold (realized) as well as held during the year (unrealized), appreciated in value by $1,207,557, and are reported in net appreciation in fair value of investments in the Statement of Changes in Net Assets Available for Benefits.

Investments representing 5% or more of the Plan's assets are as follows:

	2012	2011
ING Fixed Income Account	$ 7,687,444	$ 7,082,985
Baron Growth Fund	-	820,482
ING Large Cap Growth - Svc 2	996,986	-
T Rowe Price RT 2045 F-R	1,068,566	-
Growth Fund R3	-	862,927
Fdmntl Inv R3	1,210,465	1,025,610

7. Annuity Contract With Insurance Company

The Plan maintains a benefit-responsive annuity contract with ING Life Insurance and Annuity Company. The contract is included in the financial statements of the Plan at fair value as reported to the Plan by ING. Because this guaranteed interest option is fully benefit-responsive, contract value is the relevant measurement for that portion of net assets available for benefits attributable to this investment option. Therefore, an adjustment to fair value has been included in the financial statements to arrive at net assets available for benefits. Contract value represents contributions made under the contract plus earnings, less participant withdrawals and administrative expenses. Participants may ordinarily direct the withdrawals or transfer of all or a portion of their investments at contract value. ING is contractually obligated to repay the principal and a

specified interest rate that is guaranteed to the Plan.

For the years ended December 31, 2012 and 2011, the custodian has certified that there was no adjustment required to the contract value and the fair value of these contracts.

The average yield and crediting interest rate was 3% during 2012 and 2011.

Certain events limit the ability of the Plan to transact at contract value with the issuer. Such events include the following: (1) amendments to the plan documents (including complete or partial plan termination or merger with another plan); (2) changes to the Plan's prohibition on competing investment options or deletion of equity wash provisions; (3) bankruptcy of the plan sponsor or other plan sponsor events (for example, divestitures or spin-offs of a subsidiary) that cause a significant withdrawal from the Plan; or (4) the failure of the trust to qualify for exemption from federal income taxes or any required prohibited transaction exemption under ERISA. The plan administrator does not believe that any events which would limit the Plan's ability to transact at contract value with participants are probable of occurring.

The guaranteed investment contract does not permit the insurance company to terminate the agreement prior to the scheduled maturity date.

8. Reconciliation of Financial Statements to Form 5500

The following is a reconciliation of net assets available for benefits per the financial statements to Form 5500:

	As of December 31,	
	2012	2011
Net assets available for benefits per the financial statements	$ 17,804,380	$ 15,636,438
Add: excess contributions payable	19,536	-
Less: contribution receivable at end of year	(25,986)	(83,792)
Net assets available for benefits per Form 5500	$ 17,797,930	$ 15,552,646

The following is a reconciliation of the changes in net assets per the financial statements for the year ended December 31, 2012 to Form 5500:

	Accounts in Financial Statements	Deduct	Add	Accounts in Form 5500
Contributions –				
Participant	$ 830,905	$ (25,986)	$ 26,318	$ 831,237
Employer	1,492,612	-	57,474	1,550,086
	2,323,517	(25,986)	83,792	2,381,323
Income	1,452,080	-	938	1,453,018
Benefits paid	(1,504,609)	(938)	-	(1,505,547)
Loan defaults	(53,403)	-	-	(53,403)
Excess contributions payable	(19,536)	-	19,536	-
Administrative expenses	(30,107)	-	-	(30,107)
	$ 2,167,942	$ (26,924)	$ 104,266	$ 2,245,284

9. Related Parties

Certain Plan investments are shares of mutual funds managed by ING Life Insurance and Annuity Company. ING National Trust is the trustee as defined by the Plan and, therefore,

these transactions qualify as party-in-interest transactions but are exempt from the prohibited transaction rules. Fees paid by the Plan to ING Life Insurance and Annuity Company amounted to $30,107 for the year ended December 31, 2012.

10. Risks and Uncertainties

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

11. Excess Contributions Payable

Excess contributions payable represent refunds of participant deferrals in excess of contributions permitted in order to satisfy the relevant nondiscrimination provisions of the Plan. The amounts are returned to the participants during the following plan year and are also reported as excess contributions payable on the Schedules of Net Assets Available for Benefits as of the end of the respective plan years.

Excess deferrals to be refunded amounted to $19,536 for the plan year ending December 31, 2012. There were no excess deferrals to be refunded for the plan year ended December 31, 2011.

12. Delinquent Plan Participant Contributions

During the period from April through August of 2012, a program error in the sponsor's payroll software prevented the complete reporting of participants' elective deferrals. The error was discovered in August and self-corrected before the end of the plan year. In total, approximately $27,000 of employee contributions, plus interest, was restored to Plan accounts. The sponsor also reported and paid the requisite excise tax on the prohibited transaction.

13. Subsequent Events

The Plan has evaluated its subsequent events through October 3, 2013, the date that the accompanying financial statements were available to be issued. The Plan has determined that there are no material subsequent events that require adjustment or disclosure in the financial statements.

SUPPLEMENTAL SCHEDULES

61ST STREET SERVICE CORPORATION
401(K) RETIREMENT PLAN

SPONSOR ID NO. 13-3236346
PLAN NO. 001

SCHEDULE H, PART IV – LINE 4a – SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS

December 31, 2012

Delinquent Contributions Transferred Late to Plan	Total That Constitute Nonexempt Prohibitive Transactions			Total Fully Corrected Under VFCP and PTE 2002-51
	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	
$ 27,302	$ -0-	$ 27,302	$ -0-	$ -0-

See independent auditors' report.

61ST STREET SERVICE CORPORATION
401(K) RETIREMENT PLAN

SPONSOR ID NO. 13-3236346
PLAN NO. 001

SCHEDULE H, LINE 4I – SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES

December 31, 2012

(a)	Identity of Issue, Borrower, Lessor, or Similar Party (b)	Description of Investment, Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value (c)	Cost (d)	Current Value (e)
	Baron Funds	Baron Growth Fund – Retail Shares	**	$ 819,658
	T. Rowe Price	ING T. Rowe Price Growth Equity Portfolio	**	174,977
	T. Rowe Price	T. Rowe Price Mid-Cap Growth Fund – R Class	**	285,269
	American Funds	Capital World Growth & Income R3	**	548,779
	American Century Investments	American Century Inflation Protection Bond Fd	**	35,871
	PIMCO	PIMCO Total Return Fund – Class R	**	387,686
*	ING Life Insurance and Annuity Company	ING Large Cap Growth Portfolio – Service 2	**	996,986
*	ING Life Insurance and Annuity Company	ING JPMorgan Mid Cap Value Portfolio – Adviser Cl	**	188,598
*	ING Life Insurance and Annuity Company	ING Inv Vkpn Grw & Inc Prt Srv2	**	79,949
*	ING Life Insurance and Annuity Company	ING Fixed Income Account	**	7,687,444
*	ING Life Insurance and Annuity Company	ING Russell Mid Cap Index – Class S	**	93,418
	BlackRock	BlackRock Equity Dividend Fund – Class R	**	650,476
	American Funds	EuroPacific R3	**	240,464
	Ridge Worth	Ridge Worth MdCp VI EqFnd-A Sh	**	323,937
	American Funds	Fdmntl Inv R3	**	1,210,465
	American Funds	Income Fnd R3	**	863,276
	T. Rowe Price	T Rowe Prc Rt 2015 F-R	**	256,284
	T. Rowe Price	T Rowe Prc Rt 2020 F-R	**	2,884
	T. Rowe Price	T Rowe Prc Rt 2025 F-R	**	384,171
	T. Rowe Price	T Rowe Prc Rt 2030 F-R	**	17,884
	T. Rowe Price	T Rowe Prc Rt 2035 F-R	**	639,773
	T. Rowe Price	T Rowe Prc Rt 2040 F-R	**	15,561
	T. Rowe Price	T Rowe Prc Rt 2045 F-R	**	1,068,566
	T. Rowe Price	T Rowe Prc Rt 2050 F-R	**	51,235
	T. Rowe Price	T Rowe Prc Rt 2055 F-R	**	64,998
	T. Rowe Price	T Rowe Prc Rt Inc F-R	**	58,142
*	Notes receivable from participant	4.25% – 9.25% through June, 2026	-0-	651,179
		Total		$ 17,797,930

* A party in interest as defined by ERISA
** Cost omitted for participant directed investments

See independent auditors' report.

61ST STREET SERVICE CORPORATION
401(K) RETIREMENT PLAN

FINANCIAL STATEMENTS
AND SUPPLEMENTAL SCHEDULES

December 31, 2012 and 2011

WITH
INDEPENDENT AUDITORS' REPORT

61ST STREET SERVICE CORPORATION
401(K) RETIREMENT PLAN

CONTENTS

December 31, 2012 and 2011

	Page
INDEPENDENT AUDITORS' REPORT	1-2
FINANCIAL STATEMENTS	
Statements of Net Assets Available for Benefits As of December 31, 2012 and 2011	3
Statement of Changes in Net Assets Available for Benefits For the Years Ended December 31, 2012	4
Notes to Financial Statements	5-12
SUPPLEMENTAL SCHEDULES	
Schedule H – Part IV – Line 4a – Schedule of Delinquent Participant Contributions	13
Schedule H – Part IV – Line 4i – Schedule of Assets Held for Investments Purposes	14

RSSM ROSEN SEYMOUR SHAPSS MARTIN & COMPANY LLP
Certified Public Accountants & Profitability Consultants



INDEPENDENT AUDITORS' REPORT

To the Plan Fiduciary of
61st Street Service Corporation
401(k) Retirement Plan:

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of 61st Street Service Corporation 401(k) Retirement Plan (the "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 related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 6, which was certified by ING National Trust ("ING"), the trustee of the Plan as of December 31, 2012 and 2011, except for comparing the information with the related information included in the financial statements. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certification from the trustee as of

December 31, 2012 and 2011 and for the year ended December 31, 2012, that the information provided to the plan administrator by the trustee is complete and accurate.

Disclaimer of Opinion

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

Other Matter – Supplemental Schedules

The supplemental schedules (1) Schedule H, Part IV, Line 4a – Schedule of Delinquent Participant Contributions and (2) Schedule H, Part IV, Line 4i – Schedule of Assets (Held at End of Year) as of December 31, 2012 are required by the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and are presented for the purpose of additional analysis and are not a required part of the financial statements. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on these supplemental schedules.

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

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

Rosen Seymour Shapss Martin & Company LLP

CERTIFIED PUBLIC ACCOUNTANTS

New York, New York
October 3, 2013

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

December 31, 2012 and 2011

	2012	2011
ASSETS:		
Investments at fair value (Notes 2, 4 and 6):		
Mutual funds	$ 9,459,307	$ 7,816,180
Guaranteed interest account	7,687,444	7,082,985
Total investments	17,146,751	14,899,165
Notes receivable from participants (Notes 1 and 2)	651,179	653,481
Contribution receivables (Note 1):		
Contributions from participants	25,986	26,318
Contributions from employer	-	57,474
Total contribution receivables	25,986	83,792
Total assets	17,823,916	15,636,438
LIABILITIES:		
Excess contributions payable (Note 11)	19,536	-
NET ASSETS AVAILABLE FOR BENEFITS AT FAIR VALUE	17,804,380	15,636,438
Adjustment from fair value to contract value for fully benefit-responsive investment contracts (Notes 4 and 7)	-	-
NET ASSETS AVAILABLE FOR BENEFITS	$ 17,804,380	$ 15,636,438

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

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

Year Ended December 31, 2012

ADDITIONS TO NET ASSETS ATTRIBUTED TO:	
Investment income (Notes 2 and 6):	
Net appreciation in fair value of investments	$ 1,207,557
Interest from investments	216,565
	1,424,122
Interest on notes receivable from participants	27,958
Contributions:	
Participants	830,905
Employer	1,492,612
Total contributions	2,323,517
Total	3,775,597
DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:	
Benefits paid to participants	1,504,609
Defaulted participant loans (Note 1)	53,403
Excess contributions payable (Note 11)	19,536
Administrative expenses	30,107
Total deductions	1,607,655
Net increase	2,167,942
NET ASSETS AVAILABLE FOR BENEFITS:	
Beginning of year	15,636,438
End of year	$ 17,804,380

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

1. Description of Plan

The following description of the 61st Street Corporation 401(k) Retirement Plan (the "Plan") provides only general information. A more complete description is provided in the Plan agreement.

General

The Plan is a 401(k) plan with a profit sharing plan feature funded with deferred compensation contributions made by all eligible employees and discretionary contributions made by 61st Street Corporation (the "Employer") on behalf of all eligible employees.

Eligibility

Participation is restricted to employees age 18 or older working at least 1,000 hours per year. An employee is able to make a 401(k) contribution on the first of the month coinciding with or next following the date in which he or she completes six months and 520 hours of service. This elective compensation reduction is limited in accordance with Internal Revenue Code ("IRC") regulations. The Employer may make a discretionary contribution as of the first of the month coinciding with or next following the completion of two years of service by the employee.

Compensation

The Employer has elected to use total gross compensation including elective salary reductions such as contributions to the 401(k) plan, tax sheltered annuities or the Employer's cafeteria plan, in computing both the participant's elective contribution and the Employer's contribution.

Contributions

Each year, eligible participants may contribute up to the lesser of 20% of their pretax compensation, as defined by the Plan, or the maximum 401(k) deferral permitted by law. Participants who have attained the age of 50 are eligible to make an additional catch-up contribution in accordance with IRC regulations. Participants may also contribute amounts representing eligible distributions from other qualified plans (rollovers).

The Employer has made a discretionary contribution to the Plan equal to 5% of compensation, as defined by the Plan, for all eligible participants for the years ended December 31, 2012 and 2011.

Participant Accounts

Participants direct the investments of their contributions into various options offered by the Plan. Each participant's account is credited with the participant's elective contributions as well as the Employer's contribution and Plan earnings. Participant accounts are charged with administrative expenses applicable to their account. Other fixed costs are paid by the plan sponsor. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Funding

The trustee of the Plan has entered into an agreement with ING Life Insurance and Annuity Company to maintain segregated accounts for each of the Plan's participants and to offer each participant a range of investment options through its division, ING Financial Services. See Note 6.

Vesting

All participants' accounts are 100% immediately vested both as to a participant's elective contributions and any employer contributions.

Notes Receivable From Participants

The Plan permits participants to borrow up to 50% of their account balances, not to exceed $50,000, on terms similar to those that would be obtained from other lenders under the circumstances. During 2012, loans were issued with an interest rate of 4.25%. A balance of the participant's account balance equal to the amount borrowed is pledged as collateral to insure repayment of the loan. Loan repayments of both principal and interest are made through payroll deductions over the term of the loan which cannot exceed 60 months, unless the loan proceeds are used to purchase a principal residence. In that case, repayment may be made over a period of up to 15 years. Upon default, the outstanding loan balance is considered a distribution to the participant. Loans totaling $55,403 and $44,368 were in default for the years ended December 31, 2012 and 2011, respectively.

Tax Status

The latest favorable determination letter, dated August 27, 2007, was received from the Internal Revenue Service informing the Plan that it is designed in accordance with applicable sections of the IRC. That determination letter had an expiration date of January 31, 2012. An application for a renewal was filed after the last twelve-month period before the expiration date of the previous letter and, therefore, is considered an "off-cycle" filing. Off-cycle filings are suspended until all on-cycle applications are reviewed and processed. As of the date of this report, the application for renewal of a favorable determination letter is still pending. The plan sponsor believes that the Plan continues to qualify and operate as designed and in accordance with IRC regulations.

Accounting principles generally accepted in the United States of America require management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the federal and state taxing authorities. The plan administrator has analyzed the tax positions taken by the Plan, and has concluded that, as of December 31, 2012, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to audits by federal and state taxing authorities; however, there are currently no audits for any tax periods in progress. The Plan is subject to examinations for tax years 2010 through 2012.

2. Summary of Significant Accounting Policies

Basis of Accounting

The financial statements of the Plan are prepared in accordance with accounting principles generally accepted in the United States of America which include the accrual method of accounting for filing with the Department of Labor ("DOL").

Investment contracts held by a defined contribution plan are required to be reported at fair value. However, contract value is the relevant measurement attribute for that portion of the net assets available for benefits of a defined contribution plan attributable to fully benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the plan. The Statements of Net Assets Available for Benefits present the fair value of the investment contracts as well as the adjustment of the fully benefit-responsive investment contracts from fair value to contract value. The Statement of Changes in Net Assets Available for Benefits is prepared on a contract value basis.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

Investment Valuation and Income Recognition

Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 4 for a discussion of fair value measurements.

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

Notes Receivable From Participants

Notes receivable from participants are measured at their unpaid principal balance plus any accrued but unpaid interest. Delinquent participant loans are reclassified as distributions based upon the terms of the Plan.

Payment of Benefits

Benefits are recorded when paid.

Plan Administrative Expenses

The Sponsor pays various costs associated with the administration of the Plan. (See Note 9 for expenses paid directly by the Plan.)

3. Trustee

The Employer is both the plan sponsor and plan administrator. The trustee of the Plan is ING National Trust. As of January 1, 2003 the

above parties have named the Director of Human Resources of the Employer as the plan fiduciary. The trustee holds all amounts the Employer contributes plus elective deferrals made by the participants/employees ("401(k) contributions") in segregated accounts for the benefit of each plan participant. The trustee makes all distributions and benefit payments to participants and beneficiaries, including loans, and is responsible for maintaining the Plan records on a plan year basis.

4. Fair Value Measurements

Generally accepted accounting principles define fair value, establish a framework for measuring fair value, and establish fair value hierarchy which prioritizes the inputs to valuation techniques. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. A fair value measurement assumes that the transaction to sell the asset or liability or, in the absence of principal market, the most advantageous market. Valuation techniques that are consistent with the market, income or cost approach, as specified by generally accepted accounting principles, are used to measure fair value. The fair value prioritizes the inputs to valuation techniques used to measure fair value into three broad levels:

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

Level 2 Inputs to the valuation methodology include:

- quoted prices for similar assets or liabilities in active markets;
- quoted prices for identical or similar assets or liabilities in inactive markets;
- inputs other than quoted prices that are observable for the asset or liability;
- inputs that are derived principally from or corroborated by observable market data by correlation or other means.

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

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

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

Following is a description of the valuation methodologies used for assets at fair value. There have been no changes in the methodologies used at December 31, 2012 and 2011.

Mutual Funds: Valued at the daily closing price as reported by the fund. Mutual funds held by the Plan are registered with the Securities and Exchange Commission. These funds are required to publish their daily net asset value ("NAV) and to transact at the price. The mutual funds held by the Plan are *actively* traded.

Guaranteed Interest Contract: Valued by discounting the related cash flows based on current yields of similar instruments with comparable duration (see Note 7).

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

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, respectively:

Assets at Fair Value as of December 31, 2012

	Level 1	Level 2	Level 3	Total
Mutual Funds:				
Growth funds	$ 2,825,669	$ -	$ -	$ 2,825,669
Fixed income funds	423,557	-	-	423,557
Allocated funds	2,559,498	-	-	2,559,498
Other funds	3,650,583	-	-	3,650,583
Total mutual funds	9,459,307	-	-	9,459,307
Guaranteed interest contract	-	-	7,687,444	7,687,444
	$ 9,459,307	$ -	$ 7,687,444	$ 17,146,751

Assets at Fair Value as of December 31, 2011

	Level 1	Level 2	Level 3	Total
Mutual Funds:				
Growth funds	$ 2,660,115	$ -	$ -	$ 2,660,115
Fixed income funds	442,687	-	-	442,687
Allocated funds	1,592,975	-	-	1,592,975
Other funds	3,120,403	-	-	3,120,403
Total mutual funds	7,816,180	-	-	7,816,180
Guaranteed interest contract	-	-	7,082,985	7,082,985
	$ 7,816,180	$ -	$ 7,082,985	$ 14,899,165

The following table sets forth a summary of changes in the fair value of the Plan's level 3 assets for the year ended December 31, 2012:

	Guaranteed Interest Contract
Balance, beginning of year	$ 7,082,985
Realized gains	216,565
Unrealized gains relating to instruments still held at reporting date	-
Purchases, sales, issuances and settlements (net)	387,894
Balance, end of year	$ 7,687,444

5. Plan Termination

Although it has not expressed any intent to do so, the 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. However, in this unlikely event, participants will be fully vested in the aggregate value of their individual accounts.

6. Information Certified by Plan Trustee

The trustee of the Plan has provided certification for the assets that they held for a "limited scope" audit, as permitted by 29 CFR 2510.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

The Plan invests in various mutual funds as chosen by each participant. The Plan also offers a benefit-responsive fixed income option represented by an annuity contract with the ING Life Insurance and Annuity Company, and paying an interest rate determined monthly, but not less than a minimum guaranteed return of 3% per annum (see Note 7). ING has certified the following fair value of investments as of December 31, 2012 and 2011:

	2012	2011
Mutual Funds:		
Growth funds	$ 2,825,669	$ 2,660,115
Fixed income funds	423,557	442,687
Allocated funds	2,559,498	1,592,975
Other funds	3,650,583	3,120,403
Total mutual funds	9,459,307	7,816,180
Guaranteed interest contracts	7,687,444	7,082,985
Total investments	$ 17,146,751	$ 14,899,165
Notes receivable from participant accounts	$ 651,179	$ 653,481
Investment income	$ 1,424,122	
Interest income on notes receivable from participants	$ 27,958	

During the year ended December 31, 2012, the Plan's investments, including gains and losses on investments bought and sold (realized) as well as held during the year (unrealized), appreciated in value by $1,207,557, and are reported in net appreciation in fair value of investments in the Statement of Changes in Net Assets Available for Benefits.

Investments representing 5% or more of the Plan's assets are as follows:

	2012	2011
ING Fixed Income Account	$ 7,687,444	$ 7,082,985
Baron Growth Fund	-	820,482
ING Large Cap Growth - Svc 2	996,986	-
T Rowe Price RT 2045 F-R	1,068,566	-
Growth Fund R3	-	862,927
Fdmntl Inv R3	1,210,465	1,025,610

7. Annuity Contract With Insurance Company

The Plan maintains a benefit-responsive annuity contract with ING Life Insurance and Annuity Company. The contract is included in the financial statements of the Plan at fair value as reported to the Plan by ING. Because this guaranteed interest option is fully benefit-responsive, contract value is the relevant measurement for that portion of net assets available for benefits attributable to this investment option. Therefore, an adjustment to fair value has been included in the financial statements to arrive at net assets available for benefits. Contract value represents contributions made under the contract plus earnings, less participant withdrawals and administrative expenses. Participants may ordinarily direct the withdrawals or transfer of all or a portion of their investments at contract value. ING is contractually obligated to repay the principal and a

specified interest rate that is guaranteed to the Plan.

For the years ended December 31, 2012 and 2011, the custodian has certified that there was no adjustment required to the contract value and the fair value of these contracts.

The average yield and crediting interest rate was 3% during 2012 and 2011.

Certain events limit the ability of the Plan to transact at contract value with the issuer. Such events include the following: (1) amendments to the plan documents (including complete or partial plan termination or merger with another plan); (2) changes to the Plan's prohibition on competing investment options or deletion of equity wash provisions; (3) bankruptcy of the plan sponsor or other plan sponsor events (for example, divestitures or spin-offs of a subsidiary) that cause a significant withdrawal from the Plan; or (4) the failure of the trust to qualify for exemption from federal income taxes or any required prohibited transaction exemption under ERISA. The plan administrator does not believe that any events which would limit the Plan's ability to transact at contract value with participants are probable of occurring.

The guaranteed investment contract does not permit the insurance company to terminate the agreement prior to the scheduled maturity date.

8. Reconciliation of Financial Statements to Form 5500

The following is a reconciliation of net assets available for benefits per the financial statements to Form 5500:

	As of December 31,	
	2012	2011
Net assets available for benefits per the financial statements	$ 17,804,380	$ 15,636,438
Add: excess contributions payable	19,536	-
Less: contribution receivable at end of year	(25,986)	(83,792)
Net assets available for benefits per Form 5500	$ 17,797,930	$ 15,552,646

The following is a reconciliation of the changes in net assets per the financial statements for the year ended December 31, 2012 to Form 5500:

	Accounts in Financial Statements	Deduct	Add	Accounts in Form 5500
Contributions –				
Participant	$ 830,905	$ (25,986)	$ 26,318	$ 831,237
Employer	1,492,612	-	57,474	1,550,086
	2,323,517	(25,986)	83,792	2,381,323
Income	1,452,080	-	938	1,453,018
Benefits paid	(1,504,609)	(938)	-	(1,505,547)
Loan defaults	(53,403)	-	-	(53,403)
Excess contributions payable	(19,536)	-	19,536	-
Administrative expenses	(30,107)	-	-	(30,107)
	$ 2,167,942	$ (26,924)	$ 104,266	$ 2,245,284

9. Related Parties

Certain Plan investments are shares of mutual funds managed by ING Life Insurance and Annuity Company. ING National Trust is the trustee as defined by the Plan and, therefore,

these transactions qualify as party-in-interest transactions but are exempt from the prohibited transaction rules. Fees paid by the Plan to ING Life Insurance and Annuity Company amounted to $30,107 for the year ended December 31, 2012.

10. Risks and Uncertainties

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

11. Excess Contributions Payable

Excess contributions payable represent refunds of participant deferrals in excess of contributions permitted in order to satisfy the relevant nondiscrimination provisions of the Plan. The amounts are returned to the participants during the following plan year and are also reported as excess contributions payable on the Schedules of Net Assets Available for Benefits as of the end of the respective plan years.

Excess deferrals to be refunded amounted to $19,536 for the plan year ending December 31, 2012. There were no excess deferrals to be refunded for the plan year ended December 31, 2011.

12. Delinquent Plan Participant Contributions

During the period from April through August of 2012, a program error in the sponsor's payroll software prevented the complete reporting of participants' elective deferrals. The error was discovered in August and self-corrected before the end of the plan year. In total, approximately $27,000 of employee contributions, plus interest, was restored to Plan accounts. The sponsor also reported and paid the requisite excise tax on the prohibited transaction.

13. Subsequent Events

The Plan has evaluated its subsequent events through October 3, 2013, the date that the accompanying financial statements were available to be issued. The Plan has determined that there are no material subsequent events that require adjustment or disclosure in the financial statements.

SUPPLEMENTAL SCHEDULES

61ST STREET SERVICE CORPORATION
401(K) RETIREMENT PLAN

SPONSOR ID NO. 13-3236346
PLAN NO. 001

SCHEDULE H, PART IV – LINE 4a – SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS

December 31, 2012

Delinquent Contributions Transferred Late to Plan	Total That Constitute Nonexempt Prohibitive Transactions			Total Fully Corrected Under VFCP and PTE 2002-51
	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	
$ 27,302	$ -0-	$ 27,302	$ -0-	$ -0-

See independent auditors' report.

61ST STREET SERVICE CORPORATION
401(K) RETIREMENT PLAN

SPONSOR ID NO. 13-3236346
PLAN NO. 001

SCHEDULE H, LINE 4I – SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES

December 31, 2012

(a)	Identity of Issue, Borrower, Lessor, or Similar Party (b)	Description of Investment, Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value (c)	Cost (d)	Current Value (e)
	Baron Funds	Baron Growth Fund – Retail Shares	**	$ 819,658
	T. Rowe Price	ING T. Rowe Price Growth Equity Portfolio	**	174,977
	T. Rowe Price	T. Rowe Price Mid-Cap Growth Fund – R Class	**	285,269
	American Funds	Capital World Growth & Income R3	**	548,779
	American Century Investments	American Century Inflation Protection Bond Fd	**	35,871
	PIMCO	PIMCO Total Return Fund – Class R	**	387,686
*	ING Life Insurance and Annuity Company	ING Large Cap Growth Portfolio – Service 2	**	996,986
*	ING Life Insurance and Annuity Company	ING JPMorgan Mid Cap Value Portfolio – Adviser Cl	**	188,598
*	ING Life Insurance and Annuity Company	ING Inv Vkpn Grw & Inc Prt Srv2	**	79,949
*	ING Life Insurance and Annuity Company	ING Fixed Income Account	**	7,687,444
*	ING Life Insurance and Annuity Company	ING Russell Mid Cap Index – Class S	**	93,418
	BlackRock	BlackRock Equity Dividend Fund – Class R	**	650,476
	American Funds	EuroPacific R3	**	240,464
	Ridge Worth	Ridge Worth MdCp VI EqFnd-A Sh	**	323,937
	American Funds	Fdmntl Inv R3	**	1,210,465
	American Funds	Income Fnd R3	**	863,276
	T. Rowe Price	T Rowe Prc Rt 2015 F-R	**	256,284
	T. Rowe Price	T Rowe Prc Rt 2020 F-R	**	2,884
	T. Rowe Price	T Rowe Prc Rt 2025 F-R	**	384,171
	T. Rowe Price	T Rowe Prc Rt 2030 F-R	**	17,884
	T. Rowe Price	T Rowe Prc Rt 2035 F-R	**	639,773
	T. Rowe Price	T Rowe Prc Rt 2040 F-R	**	15,561
	T. Rowe Price	T Rowe Prc Rt 2045 F-R	**	1,068,566
	T. Rowe Price	T Rowe Prc Rt 2050 F-R	**	51,235
	T. Rowe Price	T Rowe Prc Rt 2055 F-R	**	64,998
	T. Rowe Price	T Rowe Prc Rt Inc F-R	**	58,142
*	Notes receivable from participant	4.25% – 9.25% through June, 2026	-0-	651,179
		Total		$ 17,797,930

* A party in interest as defined by ERISA
** Cost omitted for participant directed investments

See independent auditors' report.