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. . . . . ▶ [X]

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
CRESCENT ELECTRIC SUPPLY COMPANY 401(K) PLAN

1b Three-digit plan number (PN) ▶ 002

1c Effective date of plan 01/01/1987

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

CRESCENT ELECTRIC SUPPLY COMPANY

7750 DUNLEITH DRIVE
EAST DUBUQUE, IL 61025

PO BOX 500
EAST DUBUQUE, IL 61025

2b Employer Identification Number (EIN)
42-0201220

2c Sponsor's telephone number
815-747-3147

2d Business code (see instructions)
423600

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	STEVEN REDFEARN
	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**	2384
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**	1674
b	Retired or separated participants receiving benefits	**6b**	0
c	Other retired or separated participants entitled to future benefits	**6c**	1025
d	Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	2699
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	**6e**	23
f	Total. Add lines **6d** and **6e**	**6f**	2722
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	2610
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	68
7	Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

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

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

9a Plan funding arrangement (check all that apply)

- **(1)** [ ] 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)** [ ] 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)** [ ] ___ **A** (Insurance Information)
- **(4)** [X] **C** (Service Provider Information)
- **(5)** [X] **D** (DFE/Participating Plan Information)
- **(6)** [ ] **G** (Financial Transaction Schedules)

SCHEDULE C (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Service Provider Information

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

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

OMB No. 1210-0110

2012

This Form is Open to Public Inspection.

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

A Name of plan
CRESCENT ELECTRIC SUPPLY COMPANY 401(K) PLAN

B Three-digit plan number (PN) ▶ 002

C Plan sponsor's name as shown on line 2a of Form 5500
CRESCENT ELECTRIC SUPPLY COMPANY

D Employer Identification Number (EIN)
42-0201220

Part I Service Provider Information (see instructions)

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

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

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

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

ALLIANCEBERNSTEIN

13-3191825

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

AMERICAN FUNDS

95-1411037

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

ASTON

20-4747475

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

COLUMBIA

93-0577450

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

DAVIS FUNDS

52-1346931

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

DODGE & COX

94-1441976

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

HARBOR

04-2679462

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

JANUS

43-1804048

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

OAKMARK

04-3276558

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

PIMCO FUNDS

95-2632339

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

ROYCE

52-2343049

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

T. ROWE PRICE

52-2264646

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

INVESCO

76-0528004

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

VANGUARD

23-1945930

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

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

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

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

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

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

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

WELLS FARGO BANK, N.A.

94-1347393

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
15 37 49 50 52 60 62 63 64	SERVICE PROVIDER	15600	Yes [X] No [ ]	Yes [X] No [ ]	0	Yes [ ] No [X]

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

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

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

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

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

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

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

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

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

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

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

Part I Service Provider Information (continued)

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

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

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

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

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

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

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

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

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

(complete as many entries as needed)

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE D (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

DFE/Participating Plan Information

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

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

OMB No. 1210-0110

2012

This Form is Open to Public Inspection.

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

A Name of plan
CRESCENT ELECTRIC SUPPLY COMPANY 401(K) PLAN

B Three-digit plan number (PN) ▶ 002

C Plan or DFE sponsor's name as shown on line 2a of Form 5500
CRESCENT ELECTRIC SUPPLY COMPANY

D Employer Identification Number (EIN)
42-0201220

Part I Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs)

(Complete as many entries as needed to report all interests in DFEs)

a Name of MTIA, CCT, PSA, or 103-12 IE: WELLS FARGO STABLE RETURN FUND N60

b Name of sponsor of entity listed in (a): WELLS FARGO BANK, N.A.

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
52-2251407-001	C	10105930

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

b Name of sponsor of entity listed in (a):

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

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

b Name of sponsor of entity listed in (a):

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

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

b Name of sponsor of entity listed in (a):

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

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

b Name of sponsor of entity listed in (a):

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

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

b Name of sponsor of entity listed in (a):

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

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

b Name of sponsor of entity listed in (a):

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

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

b Name of sponsor of entity listed in (a):

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

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

b Name of sponsor of entity listed in (a):

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

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

b Name of sponsor of entity listed in (a):

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

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

b Name of sponsor of entity listed in (a):

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

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

b Name of sponsor of entity listed in (a):

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

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

b Name of sponsor of entity listed in (a):

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

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

b Name of sponsor of entity listed in (a):

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

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

b Name of sponsor of entity listed in (a):

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

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

b Name of sponsor of entity listed in (a):

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

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

b Name of sponsor of entity listed in (a):

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

Part II Information on Participating Plans (to be completed by DFEs)

(Complete as many entries as needed to report all participating plans)

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

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b Name of plan sponsor	**c** EIN-PN

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b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

SCHEDULE H (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

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

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

OMB No. 1210-0110

2012

This Form is Open to Public Inspection

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

A Name of plan
CRESCENT ELECTRIC SUPPLY COMPANY 401(K) PLAN

B Three-digit plan number (PN) ▶ 002

C Plan sponsor's name as shown on line 2a of Form 5500
CRESCENT ELECTRIC SUPPLY COMPANY

D Employer Identification Number (EIN)
42-0201220

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)	1585217	1711728
(2) Participant contributions	1b(2)		
(3) Other	1b(3)	189	1529
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)	2692563	2458284
(9) Value of interest in common/collective trusts	1c(9)	11349384	10105930
(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)	53006792	61516913
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(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	68634145	75794384
Liabilities			
g Benefit claims payable	1g		
h Operating payables	1h		
i Acquisition indebtedness	1i		
j Other liabilities	1j	31919	3186
k Total liabilities (add all amounts in lines 1g through1j)	1k	31919	3186
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	68602226	75791198

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)	1713257	
(B) Participants	2a(1)(B)	4247728	
(C) Others (including rollovers)	2a(1)(C)	362197	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		6323182
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)	136808	
(F) Other	2b(1)(F)		
(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		136808
(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)	1947281	
(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		1947281
(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)		149567
(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)		5197531
c Other income	2c		431
d Total income. Add all **income** amounts in column (b) and enter total	2d		13754800
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	6428630	
(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)		6428630
f Corrective distributions (see instructions)	2f		-2702
g Certain deemed distributions of participant loans (see instructions)	2g		5033
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)	134867	
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		134867
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		6565828
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		7188972
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: MCGLADREY LLP **(2)** EIN: 42-0714325

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		8
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		1000000
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
CRESCENT ELECTRIC SUPPLY COMPANY 401(K) PLAN

B Three-digit plan number (PN) ▶ 002

C Plan sponsor's name as shown on line 2a of Form 5500
CRESCENT ELECTRIC SUPPLY COMPANY

D Employer Identification Number (EIN)
42-0201220

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** 0

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): 41-6257133

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):

McGladrey

Independent Auditor's Report

To the Plan Administrator
Crescent Electric Supply Company 401(k) Plan
East Dubuque, Illinois

Report of the Financial Statements

We were engaged to audit the accompanying financial statements of Crescent Electric Supply Company 401(k) 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 the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan Administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 3, which was certified or provided by Wells Fargo Bank, N.A., the trustee of the Plan, except for comparing this 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 assets and executes transactions. The Plan Administrator has obtained certifications 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.

Member of the RSM International network of independent accounting, tax and consulting firms.

Other Matter

The supplemental schedules, schedule of assets (held at end of year) and schedule of delinquent participant contributions as of or for the year ended December 31, 2012, is required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and is presented for the purpose of additional analysis and is not a required part of the financial statements. The supplemental schedules are the responsibility of the Plan's management. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on the 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 or provided by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, 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.

McGladrey LLP

Dubuque, Iowa
October 15, 2013

Crescent Electric Supply Company 401(k) Plan

Financial Report
December 31, 2012

Contents

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McGladrey

Independent Auditor's Report

To the Plan Administrator
Crescent Electric Supply Company 401(k) Plan
East Dubuque, Illinois

Report of the Financial Statements

We were engaged to audit the accompanying financial statements of Crescent Electric Supply Company 401(k) 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 the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan Administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 3, which was certified or provided by Wells Fargo Bank, N.A., the trustee of the Plan, except for comparing this 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 assets and executes transactions. The Plan Administrator has obtained certifications 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.

Member of the RSM International network of independent accounting, tax and consulting firms.

Other Matter

The supplemental schedules, schedule of assets (held at end of year) and schedule of delinquent participant contributions as of or for the year ended December 31, 2012, is required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and is presented for the purpose of additional analysis and is not a required part of the financial statements. The supplemental schedules are the responsibility of the Plan's management. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on the 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 or provided by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, 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.

McGladrey LLP

Dubuque, Iowa
October 15, 2013

Crescent Electric Supply Company
401(k) Plan

Statements of Net Assets Available for Benefits
December 31, 2012 and 2011

	2012	2011
Assets		
Investments, at fair value	**$ 71,915,915**	$ 64,651,259
Receivables:		
Notes from participants	**2,665,693**	2,894,939
Employer match	**1,711,728**	1,585,217
Other	**1,529**	189
Total receivables	**4,378,950**	4,480,345
Total assets	**76,294,865**	69,131,604
Liabilities		
Excess contributions	**3,186**	30,028
Other	**-**	1,891
Total liabilities	**3,186**	31,919
Net assets available for benefits	**76,291,679**	69,099,685
Adjustment from fair value to contract value for interest in collective trust relating to fully benefit-responsive investment contracts	**(293,072)**	(295,083)
Net assets available for benefits	**$ 75,998,607**	$ 68,804,602

See Notes to Financial Statements.

Crescent Electric Supply Company
401(k) Plan

Statement of Changes in Net Assets Available for Benefits
Year Ended December 31, 2012

Additions to net assets attributed to:		
Net appreciation in fair value of investments	$	5,347,529
Interest and dividends		1,947,281
Interest on participant notes receivable		136,808
		7,431,618
Contributions:		
Employee		4,247,728
Employer		1,713,257
Rollover		362,197
		6,323,182
Total additions		13,754,800
Deductions from net assets attributed to:		
Benefits paid		6,425,928
Administrative fees		134,867
Total deductions		6,560,795
Net increase		7,194,005
Net assets available for benefits:		
Beginning of year		68,804,602
End of year	$	75,998,607

See Notes to Financial Statements.

Notes to Financial Statements

Note 1. Plan Description

The following brief description of the Crescent Electric Supply Company 401(k) Plan (the Plan) is provided for general information purposes only. Participants should refer to the summary plan description for a more complete description of the Plan's provisions.

General:

The Plan is a defined contribution plan covering substantially all employees of Crescent Electric Supply Company, Inc. and subsidiaries (Sponsor) who have reached the age of 21 and completed 90 days of service. Eligible employees are automatically enrolled in the Plan with a deferral amount of 2% of their eligible compensation, unless the employee elects otherwise. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). Effective October 1, 2012, the Plan was amended to provide participation in the Plan to the employees of Stoneway Electric Supply Company, a subsidiary acquired on that date.

Participant accounts:

Each participant's account is credited with the participant's contributions and an allocation of (a) the sponsor contribution, (b) plan earnings and (c) forfeitures of terminated participants' nonvested accounts. Allocations are based on employee contributions, account balances or compensation, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Contributions:

Participants may elect to contribute up to 100% of their annual compensation, as defined in the Plan. Participants may elect to contribute to a Roth 401(k) that would allow the participant to make after-tax contributions. Such contributions are subject to the provisions of the Internal Revenue Code. Participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions. Participants may also contribute amounts representing distributions from other qualified defined-benefit or contribution plans (rollover contributions). Employee contributions are recorded as plan assets in the period the Company makes the related payroll deductions from plan participants.

Discretionary contributions, if any, are determined annually at the discretion of the Board of Directors of the plan sponsor. The Sponsor has elected to match the employee contribution for 2012. The matching contribution is the greater of 1) 100% of the pre-tax employee deferral up to 4% of eligible compensation limited to $1,200 per employee per plan year or 2) 50% of the pre-tax employee deferrals up to 3% of compensation. Participating employees must be employed at December 31 and have worked at least 1,000 hours during the plan year to be eligible to receive matching contributions.

Investment options:

Upon enrollment and at any time, participants may direct that their contributions be invested in one or more of a variety of investment options as more fully described in the Plan's literature. Participants may change their investment options at any time. If a participant does not make investment selections, their contributions will be deposited into an Advantage Dow Jones Target mutual fund that coincides with the date the participant reaches 62 years of age.

Note 1. Plan Description (Continued)

Notes receivable from participants:

Participants may borrow from their fund accounts a minimum of $1,000 up to a maximum equal to the lesser of $50,000 or 50% of their account balance upon approval of the Plan Administrator. These transactions are treated as transfers between the investment fund and the participant note receivable fund. Notes are secured by the balance in the participant's account and bear interest as determined by the Plan Administrator based on the prevailing market interest rates (4.25% to 10.25% as of December 31, 2012) and are fixed over the life of the loan. Loans must be repaid in no more than five years unless the loan is used to acquire or construct a principal residence. The repayment terms for home loans may not exceed 30 years. Principal and interest payments must be made under a level amortization schedule through regular payroll deductions. Notes receivable from participants are measured at unpaid principal balance plus accrued but unpaid interest.

Vesting:

Participants are immediately vested in their voluntary contributions plus actual earnings thereon. The Sponsor matching contributions plus actual earnings thereon are vested based on years of service with the employer and is 100% vested after six years of credited service. A year of service is credited after completing 1,000 or more hours of service. Upon normal retirement age (62 years), death or disability, the participant will automatically become 100% vested.

Forfeitures:

Forfeitures may first be used to pay plan expenses or allocated as an additional nonelective contribution. Forfeitures arising from the nonvested portion of terminating employees' accounts will be allocated to participant accounts in the same ratio as the participant's compensation for the plan year bears to the total compensation for all participants during the plan year. As of December 31, 2012 and 2011, there were approximately $46,000 and $28,000, respectively, of forfeitures available. During 2012, forfeitures of approximately $26,000 were allocated to eligible participants.

Payment of benefits:

Distribution of a participant's benefit shall be made in accordance with one or more of the following methods:

(A) Lump-sum payment.

(B) Payment in a series of annual or more frequent installments over a stated period of time.

If the value of the participant's vested account balance does not exceed $1,000, the entire account balance shall be payable in a single-sum upon termination of service.

Note 2. Summary of Accounting Policies

The following is a summary of significant accounting policies consistently applied in the preparation of the accompanying financial statements.

Basis of accounting:

The financial statements of the Plan are prepared under the accrual basis of accounting.

The Plan invests in investment contracts through a common collective trust fund. Investment contracts held by a defined-contribution plan are required to be reported at fair value. However, contract value is the relevant measurement attribute for that portion of the net assets available for benefits of a defined-contribution plan attributable to fully benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the plan. The statement of net assets available for benefits presents the fair value of the investment in the common collective trust fund as well as the adjustment of the fully benefit-responsive investment in the common collective trust fund from fair value to contract value. The statement of changes in net assets available for benefits is prepared on a contract value basis.

Accounting estimates:

The preparation of financial statements, in conformity with accounting principles generally accepted in the United States of America, requires management to make estimates and assumptions that affect the reported amount of assets, liabilities and changes therein and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

Recent accounting pronouncements:

In October 2012, the FASB issued ASU 2012-04, *Technical Corrections and Improvements.* The amendments in this update cover a wide range of Topics in the Accounting Standards Codification, including plan accounting. These amendments include technical corrections and improvements to the Accounting Standards Codification and conforming amendments related to fair value measurements. The amendments in this update will generally be effective for fiscal periods beginning after December 15, 2013 for nonpublic entities, except for amendments in this update where there was no transition guidance which were immediately effective upon issuance. The adoption of immediately effective amendments was not significant to these financial statements. The impact of adopting ASU 2012-04 on subsequent periods has not yet been determined.

Valuation of investment 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 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 exdividend date. Net appreciation (depreciation) includes the Plan's gains and losses on investments bought and sold as well as held during the year.

Note 2. Summary of Accounting Policies (Continued)

Administrative expenses:

Certain costs related to the administration and operation of the Plan (primarily custodian fees) are paid from the assets of the Plan as provided in the Plan document. However, costs arising from the Plan administrator, Company executives, and legal and audit fees are paid by the Company and, accordingly, are not reflected in the accompanying financial statements of the Plan.

Payment of benefits:

Benefit payments to participants are recorded when paid.

Subsequent events:

The Plan Administrator has evaluated subsequent events through October 15, 2013, the date the financial statements were available to be issued.

Note 3. Information Certified or Provided by Wells Fargo Bank, N.A.

The following is a summary of the Plan's asset information as of December 31, 2012 and 2011, and for the year ended December 31, 2012, included throughout the Plan's financial statements and supplemental schedule, that was prepared by or derived from information provided by the trustee and furnished to the Plan Administrator. The Plan Administrator has obtained certifications from the trustee that information provided to the Plan Administrator by the trustee related to the following assets is complete and accurate. Accordingly, as permitted by 29 CFR 2520.103-8 of the DOL's Rules and Regulations for Reporting and Disclosure under ERISA, the Plan Administrator instructed the Plan's independent auditors not to perform any auditing procedures with respect to information in Note 4 and the supplemental schedule related to the following assets:

	2012	2011
Investments at fair value:		
Mutual funds	$ 61,516,913	$ 53,006,792
Common collective trust fund, at fair value	10,399,002	11,644,467
Adjustment from fair value to contract value	(293,072)	(295,083)
Common collective trust fund, at contract value	10,105,930	11,349,384
Notes receivable from participants	2,665,693	2,894,939
	$ 74,288,536	$ 67,251,115

Wells Fargo Bank, N.A. also certified to the completeness and accuracy of $5,347,529 of net appreciation in fair value of investments and $1,947,281 of interest and dividends related to the aforementioned plan investments and $136,808 of interest related to notes receivable from participants for the year ended December 31, 2012.

Note 3. Information Certified or Provided by Wells Fargo Bank, N.A. (Continued)

Changes in fair value and related gains and losses:

During 2012, the Plan's investments (including gains and losses on investments bought and sold, as well as held during the year) appreciated in value by the following amounts:

Mutual funds	$ 5,197,962
Common collective trust fund	149,567
	$ 5,347,529

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

Note 4. Fair Value Measurements

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

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

Level 2 Inputs to the valuation methodology include:

- Quoted prices for similar assets or liabilities in active markets;
- Quoted prices for identical or similar assets or liabilities in inactive markets;
- Inputs other than quoted prices that are observable for the asset or liability;
- 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 relevant observable inputs and minimize the use of unobservable inputs.

Note 4. Fair Value Measurements (Continued)

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

Mutual funds: These investments are reported at fair value based on closing price reported on the active market on which the mutual funds are traded and are classified as level 1 of the valuation hierarchy.

Common collective trust: Valued at the net asset value (NAV) of shares held by the Plan in the collective trusts at year-end as determined by Wells Fargo Bank, N.A. based on the market value of its underlying investments and are classified as level 2 of the valuation hierarchy.

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

The following tables sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2012 and 2011. The following tables present separately those assets that represent 5 percent or more of the Plan's net assets:

	Assets at Fair Value as of December 31, 2012			
	Level 1	Level 2	Level 3	Total
Mutual funds:				
Large Cap Equity:				
American Funds Fundamental Investors	$ 9,149,765	$ -	$ -	$ 9,149,765
Wells Fargo Advantage Growth Fund I	11,858,649	-	-	11,858,649
Other	2,476,573	-	-	2,476,573
Mid Cap Equity	2,891,547	-	-	2,891,547
Small Cap Equity	5,377,118	-	-	5,377,118
International Equity:				
Janus Advisor Overseas Fund	4,071,424	-	-	4,071,424
Other	1,314,336	-	-	1,314,336
Balanced:				
Oakmark Equity & Income Fund I	5,783,389	-	-	5,783,389
Fixed Income Securities:				
Bond Funds:				
PIMCO Total Return Fund	4,238,322	-	-	4,238,322
Wells Fargo Advantage Total Return Bond Fund I	5,048,180	-	-	5,048,180
Other	1,101,710	-	-	1,101,710
Asset Allocation, Target Investment Funds	6,339,322	-	-	6,339,322
Real Estate Funds	1,866,578	-	-	1,866,578
Stable Value Funds, common collective trust fund, Wells Fargo Collective Stable Return Fund	-	10,399,002	-	10,399,002
Total assets at fair value	$ 61,516,913	$ 10,399,002	$ -	$ 71,915,915

Note 4. Fair Value Measurements (Continued)

	Assets at Fair Value as of December 31, 2011			
	Level 1	Level 2	Level 3	Total
Mutual funds:				
Large Cap Equity:				
American Funds Fundamental Investors	$ 8,055,137	$ -	$ -	$ 8,055,137
Wells Fargo Advantage Growth Fund I	10,184,146	-	-	10,184,146
Other	1,902,521	-	-	1,902,521
Mid Cap Equity	2,497,200	-	-	2,497,200
Small Cap Equity	4,967,164	-	-	4,967,164
International Equity:				
Janus Advisor Overseas Fund	4,061,904	-	-	4,061,904
Other	920,213	-	-	920,213
Balanced:				
Oakmark Equity & Income Fund I	4,705,811	-	-	4,705,811
Other	440,319	-	-	440,319
Fixed Income Securities:				
Bond Funds:				
PIMCO Total Return Fund	4,046,915	-	-	4,046,915
Wells Fargo Advantage Total Return Bond Fund I	4,760,955	-	-	4,760,955
Other	623,027	-	-	623,027
Asset Allocation, Target Investment Funds	4,257,547	-	-	4,257,547
Real Estate Funds	1,583,933	-	-	1,583,933
Stable Value Funds, common collective trust fund, Wells Fargo Collective Stable Return Fund	-	11,644,467	-	11,644,467
Total assets at fair value	$ 53,006,792	$ 11,644,467	$ -	$ 64,651,259

Note 4. Fair Value Measurements (Continued)

The following table sets forth additional disclosures of Plan investments whose fair value is estimated using net asset value per share (or its equivalent) as of December 31, 2012 and 2011:

	Fair Value		Unfunded	Redemption	Redemption Notice
	2012	2011	Commitment	Frequency	Period
Common collective trust fund (a)	$ 10,399,002	$ 11,644,467	None	Daily	See (a)

(a) This category includes a stable value collective fund whose objective is to provide a moderate level of stable income without principal volatility while seeking to maintain adequate liquidity and returns superior to shorter maturity instruments. This fund invests in a variety of investment contracts and instruments issued by selected high quality insurance companies and financial institutions. The principal values of these contracts are not expected to experience price fluctuations in most economic interest rate environments. The fund could be limited in its ability to transact at contract value with the issuer if the fund raises its risk profile or is subjected to an extended period of significant cash outflow. 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. Investment in this category can be redeemed daily at the current net asset value per share based on the fair value of the underlying assets. The fair values of investments in this category have been estimated using the net asset value per share of the investments.

Changes in fair value levels:

To assess the appropriate classification of investments within the fair value hierarchy, the availability of market data is monitored. Changes in economic conditions or valuation techniques may require the transfer of investments from one fair value to another. In such instances, the transfer is reported as of the actual date of the event or change in circumstances that caused the transfer.

We evaluate the significance of transfers between levels based upon the nature of the investment and size of the transfer relative to total net assets available for benefits. For the year ended December 31, 2012, there were no significant transfers in or out of levels 1, 2 or 3.

Note 5. Plan Termination

Although it has not expressed any intention 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. In the event the Plan terminates, participants will become 100% vested in their Sponsor's contributions.

Note 6. Income Tax Status

The Plan adopted a nonstandardized form of a prototype plan sponsored by Wells Fargo Retirement Plan Solutions. The prototype plan has received an opinion letter, effective August 30, 2001, from the Internal Revenue Service as to the prototype plan's qualified status. The prototype plan opinion letter has been relied upon by this Plan. The Plan has been amended since its adoption; however, the Plan Administrator believes the Plan is designed and being operated in compliance with the applicable requirements of the Internal Revenue Code.

Accounting principles generally accepted in the United States of America require plan management to evaluate the tax positions taken by the plan. Management evaluated the Plan's tax positions and concluded that the Plan had maintained its tax exempt status and had taken no uncertain tax positions that require recognition or disclosure in the financial statements. Therefore, no provision or liability for income taxes has been included in the financial statements. With few exceptions, the Plan is no longer subject to income tax examinations by the U.S. federal, state or local tax authorities for years before 2009.

Note 7. Reconciliation of Financial Statements to Form 5500

The following is a reconciliation of common collective trust fund per the financial statements as of December 31, 2012 and 2011 to Form 5500:

	2012	2011
Common collective trust fund, at fair value per the financial statements	$ 10,399,002	$ 11,644,467
Adjustment from fair value to contract value for fully benefit-responsive investment contracts	(293,072)	(295,083)
Common collective trust fund, at contract value per the Form 5500	$ 10,105,930	$ 11,349,384

The following is a reconciliation of net assets available for benefits per the financial statements as of December 31, 2012 and 2011 to Form 5500:

	2012	2011
Net assets available for benefits per the financial statements	$ 75,998,607	$ 68,804,602
Difference in:		
Investments	2,665,693	2,894,939
Receivables - notes receivables from participants	(2,665,693)	(2,894,939)
Certain deemed distributions of participant loans	(207,409)	(202,376)
Net assets available for benefits per form 5500	$ 75,791,198	$ 68,602,226

Note 7. Reconciliation of Financial Statements to Form 5500 (Continued)

The following is a reconciliation of benefits paid per the financial statements as of December 31, 2012 to Form 5500:

Benefits paid per the financial statements	$ 6,425,928
Current year in deemed distributions of participant loans	5,033
Benefits paid per the Form 5500	$ 6,430,961

Note 8. Related Party Transactions

Certain Plan investments are shares of mutual funds managed by Wells Fargo Bank, N.A. Wells Fargo Bank, N.A. is the trustee as defined by the Plan and therefore, these transactions qualify as party-in-interest transactions. Fees paid by the Plan for the investment management services amounted to $134,867 for the year ended December 31, 2012.

Note 9. Prohibited Transaction

During 2012, the Plan Sponsor inadvertently failed to deposit approximately $8 of participant deferrals within the required timeframe as stated by the United States Department of Labor (DOL). The DOL considers late deposits to be prohibited transactions. The Plan Sponsor remitted lost earnings to correct this failure in 2012.

Crescent Electric Supply Company
401(k) Plan

EIN: 42-0201220
Schedule H - Part IV

Item 4a - Schedule of Delinquent Participant Contributions
Year Ended December 31, 2012

Participant contributions transferred late to plan	Total that constitute non-exempt prohibited transactions
$ 8	$ 8

[ ] Check Here if Late Participant Loan Repayments Are Included:	Contributions Not Corrected	Contributions Corrected Outside of VFCP	Contributions Pending Correction in VFCP	Total Fully Corrected Under VFCP and PTE 2002-51
2012	$ -	$ 8	$ -	$ -

Crescent Electric Supply Company
401(k) Plan

EIN: 42-0201220
Schedule H - Part IV

Item 4i - Schedule of Assets (Held at End of Year)
December 31, 2012

Identity of Issuer, Borrower, Lesser or Similar Party	Description of Investments	Current Value
Mutual funds:		
Wells Fargo Bank, N.A. *	Advantage Small Cap Value Fund	$ 2,562,990
Oakmark	Equity & Income Fund I	5,783,389
American Funds	American Funds Fundamental Investors	9,149,765
Wells Fargo Bank, N.A. *	Advantage Growth Fund I	11,858,649
Wells Fargo Bank, N.A. *	Advantage Total Return Bond Fund I	5,048,180
Wells Fargo Bank, N.A. *	Advantage Index Fund - ADM	1,087,025
Janus Adviser	Overseas Fund	4,071,424
Royce & Associates	Low Priced Stock Fund	1,337,579
Columbia	Small Cap Growth Fund I	1,476,549
Harbor International	Institutional Fund	1,314,336
Invesco	Van Kampen Real Estate Securities Fund	1,866,578
Wells Fargo Bank, N.A. *	Advantage C&B Large Cap Value Fund I	577,701
T. Rowe Price	Growth Stock Advantage Fund	811,847
Aston Optimum	Mid Cap Fund N	2,891,547
Vanguard	Inflation Protected Securities Fund	1,101,710
PIMCO	Total Return Fund	4,238,322
Wells Fargo Bank, N.A. *	Advantage Dow Jones Target Today	459,707
Wells Fargo Bank, N.A. *	Advantage Dow Jones Target 2010	366,491
Wells Fargo Bank, N.A. *	Advantage Dow Jones Target 2020	1,736,258
Wells Fargo Bank, N.A. *	Advantage Dow Jones Target 2030	2,277,679
Wells Fargo Bank, N.A. *	Advantage Dow Jones Target 2040	965,794
Wells Fargo Bank, N.A. *	Advantage Dow Jones Target 2050	533,393
		61,516,913
Common collective trust fund,		
Wells Fargo Bank, N.A. *	Wells Fargo Collective Stable Return Fund	10,105,930
Wells Fargo Bank, N.A. *	Loans, 4.25% - 10.25%	2,665,693
		$ 74,288,536

* Represents a party-in-interest.

The above information has been certified or provided by Wells Fargo Bank, N.A., the trustee, as complete and accurate.

Crescent Electric Supply Company 401(k) Plan

Financial Report
December 31, 2012

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McGladrey

Independent Auditor's Report

To the Plan Administrator
Crescent Electric Supply Company 401(k) Plan
East Dubuque, Illinois

Report of the Financial Statements

We were engaged to audit the accompanying financial statements of Crescent Electric Supply Company 401(k) 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 the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan Administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 3, which was certified or provided by Wells Fargo Bank, N.A., the trustee of the Plan, except for comparing this 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 assets and executes transactions. The Plan Administrator has obtained certifications 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.

Member of the RSM International network of independent accounting, tax and consulting firms.

Other Matter

The supplemental schedules, schedule of assets (held at end of year) and schedule of delinquent participant contributions as of or for the year ended December 31, 2012, is required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and is presented for the purpose of additional analysis and is not a required part of the financial statements. The supplemental schedules are the responsibility of the Plan's management. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on the 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 or provided by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, 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.

McGladrey LLP

Dubuque, Iowa
October 15, 2013

Crescent Electric Supply Company
401(k) Plan

Statements of Net Assets Available for Benefits
December 31, 2012 and 2011

	2012	2011
Assets		
Investments, at fair value	**$ 71,915,915**	$ 64,651,259
Receivables:		
Notes from participants	**2,665,693**	2,894,939
Employer match	**1,711,728**	1,585,217
Other	**1,529**	189
Total receivables	**4,378,950**	4,480,345
Total assets	**76,294,865**	69,131,604
Liabilities		
Excess contributions	**3,186**	30,028
Other	**-**	1,891
Total liabilities	**3,186**	31,919
Net assets available for benefits	**76,291,679**	69,099,685
Adjustment from fair value to contract value for interest in collective trust relating to fully benefit-responsive investment contracts	**(293,072)**	(295,083)
Net assets available for benefits	**$ 75,998,607**	$ 68,804,602

See Notes to Financial Statements.

Crescent Electric Supply Company
401(k) Plan

Statement of Changes in Net Assets Available for Benefits
Year Ended December 31, 2012

Additions to net assets attributed to:		
Net appreciation in fair value of investments	$	5,347,529
Interest and dividends		1,947,281
Interest on participant notes receivable		136,808
		7,431,618
Contributions:		
Employee		4,247,728
Employer		1,713,257
Rollover		362,197
		6,323,182
Total additions		13,754,800
Deductions from net assets attributed to:		
Benefits paid		6,425,928
Administrative fees		134,867
Total deductions		6,560,795
Net increase		7,194,005
Net assets available for benefits:		
Beginning of year		68,804,602
End of year	$	75,998,607

See Notes to Financial Statements.

Notes to Financial Statements

Note 1. Plan Description

The following brief description of the Crescent Electric Supply Company 401(k) Plan (the Plan) is provided for general information purposes only. Participants should refer to the summary plan description for a more complete description of the Plan's provisions.

General:

The Plan is a defined contribution plan covering substantially all employees of Crescent Electric Supply Company, Inc. and subsidiaries (Sponsor) who have reached the age of 21 and completed 90 days of service. Eligible employees are automatically enrolled in the Plan with a deferral amount of 2% of their eligible compensation, unless the employee elects otherwise. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). Effective October 1, 2012, the Plan was amended to provide participation in the Plan to the employees of Stoneway Electric Supply Company, a subsidiary acquired on that date.

Participant accounts:

Each participant's account is credited with the participant's contributions and an allocation of (a) the sponsor contribution, (b) plan earnings and (c) forfeitures of terminated participants' nonvested accounts. Allocations are based on employee contributions, account balances or compensation, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Contributions:

Participants may elect to contribute up to 100% of their annual compensation, as defined in the Plan. Participants may elect to contribute to a Roth 401(k) that would allow the participant to make after-tax contributions. Such contributions are subject to the provisions of the Internal Revenue Code. Participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions. Participants may also contribute amounts representing distributions from other qualified defined-benefit or contribution plans (rollover contributions). Employee contributions are recorded as plan assets in the period the Company makes the related payroll deductions from plan participants.

Discretionary contributions, if any, are determined annually at the discretion of the Board of Directors of the plan sponsor. The Sponsor has elected to match the employee contribution for 2012. The matching contribution is the greater of 1) 100% of the pre-tax employee deferral up to 4% of eligible compensation limited to $1,200 per employee per plan year or 2) 50% of the pre-tax employee deferrals up to 3% of compensation. Participating employees must be employed at December 31 and have worked at least 1,000 hours during the plan year to be eligible to receive matching contributions.

Investment options:

Upon enrollment and at any time, participants may direct that their contributions be invested in one or more of a variety of investment options as more fully described in the Plan's literature. Participants may change their investment options at any time. If a participant does not make investment selections, their contributions will be deposited into an Advantage Dow Jones Target mutual fund that coincides with the date the participant reaches 62 years of age.

Note 1. Plan Description (Continued)

Notes receivable from participants:

Participants may borrow from their fund accounts a minimum of $1,000 up to a maximum equal to the lesser of $50,000 or 50% of their account balance upon approval of the Plan Administrator. These transactions are treated as transfers between the investment fund and the participant note receivable fund. Notes are secured by the balance in the participant's account and bear interest as determined by the Plan Administrator based on the prevailing market interest rates (4.25% to 10.25% as of December 31, 2012) and are fixed over the life of the loan. Loans must be repaid in no more than five years unless the loan is used to acquire or construct a principal residence. The repayment terms for home loans may not exceed 30 years. Principal and interest payments must be made under a level amortization schedule through regular payroll deductions. Notes receivable from participants are measured at unpaid principal balance plus accrued but unpaid interest.

Vesting:

Participants are immediately vested in their voluntary contributions plus actual earnings thereon. The Sponsor matching contributions plus actual earnings thereon are vested based on years of service with the employer and is 100% vested after six years of credited service. A year of service is credited after completing 1,000 or more hours of service. Upon normal retirement age (62 years), death or disability, the participant will automatically become 100% vested.

Forfeitures:

Forfeitures may first be used to pay plan expenses or allocated as an additional nonelective contribution. Forfeitures arising from the nonvested portion of terminating employees' accounts will be allocated to participant accounts in the same ratio as the participant's compensation for the plan year bears to the total compensation for all participants during the plan year. As of December 31, 2012 and 2011, there were approximately $46,000 and $28,000, respectively, of forfeitures available. During 2012, forfeitures of approximately $26,000 were allocated to eligible participants.

Payment of benefits:

Distribution of a participant's benefit shall be made in accordance with one or more of the following methods:

(A) Lump-sum payment.

(B) Payment in a series of annual or more frequent installments over a stated period of time.

If the value of the participant's vested account balance does not exceed $1,000, the entire account balance shall be payable in a single-sum upon termination of service.

Note 2. Summary of Accounting Policies

The following is a summary of significant accounting policies consistently applied in the preparation of the accompanying financial statements.

Basis of accounting:

The financial statements of the Plan are prepared under the accrual basis of accounting.

The Plan invests in investment contracts through a common collective trust fund. Investment contracts held by a defined-contribution plan are required to be reported at fair value. However, contract value is the relevant measurement attribute for that portion of the net assets available for benefits of a defined-contribution plan attributable to fully benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the plan. The statement of net assets available for benefits presents the fair value of the investment in the common collective trust fund as well as the adjustment of the fully benefit-responsive investment in the common collective trust fund from fair value to contract value. The statement of changes in net assets available for benefits is prepared on a contract value basis.

Accounting estimates:

The preparation of financial statements, in conformity with accounting principles generally accepted in the United States of America, requires management to make estimates and assumptions that affect the reported amount of assets, liabilities and changes therein and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

Recent accounting pronouncements:

In October 2012, the FASB issued ASU 2012-04, *Technical Corrections and Improvements.* The amendments in this update cover a wide range of Topics in the Accounting Standards Codification, including plan accounting. These amendments include technical corrections and improvements to the Accounting Standards Codification and conforming amendments related to fair value measurements. The amendments in this update will generally be effective for fiscal periods beginning after December 15, 2013 for nonpublic entities, except for amendments in this update where there was no transition guidance which were immediately effective upon issuance. The adoption of immediately effective amendments was not significant to these financial statements. The impact of adopting ASU 2012-04 on subsequent periods has not yet been determined.

Valuation of investment 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 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 exdividend date. Net appreciation (depreciation) includes the Plan's gains and losses on investments bought and sold as well as held during the year.

Note 2. Summary of Accounting Policies (Continued)

Administrative expenses:

Certain costs related to the administration and operation of the Plan (primarily custodian fees) are paid from the assets of the Plan as provided in the Plan document. However, costs arising from the Plan administrator, Company executives, and legal and audit fees are paid by the Company and, accordingly, are not reflected in the accompanying financial statements of the Plan.

Payment of benefits:

Benefit payments to participants are recorded when paid.

Subsequent events:

The Plan Administrator has evaluated subsequent events through October 15, 2013, the date the financial statements were available to be issued.

Note 3. Information Certified or Provided by Wells Fargo Bank, N.A.

The following is a summary of the Plan's asset information as of December 31, 2012 and 2011, and for the year ended December 31, 2012, included throughout the Plan's financial statements and supplemental schedule, that was prepared by or derived from information provided by the trustee and furnished to the Plan Administrator. The Plan Administrator has obtained certifications from the trustee that information provided to the Plan Administrator by the trustee related to the following assets is complete and accurate. Accordingly, as permitted by 29 CFR 2520.103-8 of the DOL's Rules and Regulations for Reporting and Disclosure under ERISA, the Plan Administrator instructed the Plan's independent auditors not to perform any auditing procedures with respect to information in Note 4 and the supplemental schedule related to the following assets:

	2012	2011
Investments at fair value:		
Mutual funds	$ 61,516,913	$ 53,006,792
Common collective trust fund, at fair value	10,399,002	11,644,467
Adjustment from fair value to contract value	(293,072)	(295,083)
Common collective trust fund, at contract value	10,105,930	11,349,384
Notes receivable from participants	2,665,693	2,894,939
	$ 74,288,536	$ 67,251,115

Wells Fargo Bank, N.A. also certified to the completeness and accuracy of $5,347,529 of net appreciation in fair value of investments and $1,947,281 of interest and dividends related to the aforementioned plan investments and $136,808 of interest related to notes receivable from participants for the year ended December 31, 2012.

Note 3. Information Certified or Provided by Wells Fargo Bank, N.A. (Continued)

Changes in fair value and related gains and losses:

During 2012, the Plan's investments (including gains and losses on investments bought and sold, as well as held during the year) appreciated in value by the following amounts:

Mutual funds	$ 5,197,962
Common collective trust fund	149,567
	$ 5,347,529

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

Note 4. Fair Value Measurements

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

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

Level 2 Inputs to the valuation methodology include:

- Quoted prices for similar assets or liabilities in active markets;
- Quoted prices for identical or similar assets or liabilities in inactive markets;
- Inputs other than quoted prices that are observable for the asset or liability;
- 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 relevant observable inputs and minimize the use of unobservable inputs.

Note 4. Fair Value Measurements (Continued)

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

Mutual funds: These investments are reported at fair value based on closing price reported on the active market on which the mutual funds are traded and are classified as level 1 of the valuation hierarchy.

Common collective trust: Valued at the net asset value (NAV) of shares held by the Plan in the collective trusts at year-end as determined by Wells Fargo Bank, N.A. based on the market value of its underlying investments and are classified as level 2 of the valuation hierarchy.

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

The following tables sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2012 and 2011. The following tables present separately those assets that represent 5 percent or more of the Plan's net assets:

	Assets at Fair Value as of December 31, 2012			
	Level 1	Level 2	Level 3	Total
Mutual funds:				
Large Cap Equity:				
American Funds Fundamental Investors	$ 9,149,765	$ -	$ -	$ 9,149,765
Wells Fargo Advantage Growth Fund I	11,858,649	-	-	11,858,649
Other	2,476,573	-	-	2,476,573
Mid Cap Equity	2,891,547	-	-	2,891,547
Small Cap Equity	5,377,118	-	-	5,377,118
International Equity:				
Janus Advisor Overseas Fund	4,071,424	-	-	4,071,424
Other	1,314,336	-	-	1,314,336
Balanced:				
Oakmark Equity & Income Fund I	5,783,389	-	-	5,783,389
Fixed Income Securities:				
Bond Funds:				
PIMCO Total Return Fund	4,238,322	-	-	4,238,322
Wells Fargo Advantage Total Return Bond Fund I	5,048,180	-	-	5,048,180
Other	1,101,710	-	-	1,101,710
Asset Allocation, Target Investment Funds	6,339,322	-	-	6,339,322
Real Estate Funds	1,866,578	-	-	1,866,578
Stable Value Funds, common collective trust fund, Wells Fargo Collective Stable Return Fund	-	10,399,002	-	10,399,002
Total assets at fair value	$ 61,516,913	$ 10,399,002	$ -	$ 71,915,915

Note 4. Fair Value Measurements (Continued)

	Assets at Fair Value as of December 31, 2011			
	Level 1	Level 2	Level 3	Total
Mutual funds:				
Large Cap Equity:				
American Funds Fundamental Investors	$ 8,055,137	$ -	$ -	$ 8,055,137
Wells Fargo Advantage Growth Fund I	10,184,146	-	-	10,184,146
Other	1,902,521	-	-	1,902,521
Mid Cap Equity	2,497,200	-	-	2,497,200
Small Cap Equity	4,967,164	-	-	4,967,164
International Equity:				
Janus Advisor Overseas Fund	4,061,904	-	-	4,061,904
Other	920,213	-	-	920,213
Balanced:				
Oakmark Equity & Income Fund I	4,705,811	-	-	4,705,811
Other	440,319	-	-	440,319
Fixed Income Securities:				
Bond Funds:				
PIMCO Total Return Fund	4,046,915	-	-	4,046,915
Wells Fargo Advantage Total Return Bond Fund I	4,760,955	-	-	4,760,955
Other	623,027	-	-	623,027
Asset Allocation, Target Investment Funds	4,257,547	-	-	4,257,547
Real Estate Funds	1,583,933	-	-	1,583,933
Stable Value Funds, common collective trust fund, Wells Fargo Collective Stable Return Fund	-	11,644,467	-	11,644,467
Total assets at fair value	$ 53,006,792	$ 11,644,467	$ -	$ 64,651,259

Note 4. Fair Value Measurements (Continued)

The following table sets forth additional disclosures of Plan investments whose fair value is estimated using net asset value per share (or its equivalent) as of December 31, 2012 and 2011:

	Fair Value		Unfunded	Redemption	Redemption Notice
	2012	2011	Commitment	Frequency	Period
Common collective trust fund (a)	$ 10,399,002	$ 11,644,467	None	Daily	See (a)

(a) This category includes a stable value collective fund whose objective is to provide a moderate level of stable income without principal volatility while seeking to maintain adequate liquidity and returns superior to shorter maturity instruments. This fund invests in a variety of investment contracts and instruments issued by selected high quality insurance companies and financial institutions. The principal values of these contracts are not expected to experience price fluctuations in most economic interest rate environments. The fund could be limited in its ability to transact at contract value with the issuer if the fund raises its risk profile or is subjected to an extended period of significant cash outflow. 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. Investment in this category can be redeemed daily at the current net asset value per share based on the fair value of the underlying assets. The fair values of investments in this category have been estimated using the net asset value per share of the investments.

Changes in fair value levels:

To assess the appropriate classification of investments within the fair value hierarchy, the availability of market data is monitored. Changes in economic conditions or valuation techniques may require the transfer of investments from one fair value to another. In such instances, the transfer is reported as of the actual date of the event or change in circumstances that caused the transfer.

We evaluate the significance of transfers between levels based upon the nature of the investment and size of the transfer relative to total net assets available for benefits. For the year ended December 31, 2012, there were no significant transfers in or out of levels 1, 2 or 3.

Note 5. Plan Termination

Although it has not expressed any intention 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. In the event the Plan terminates, participants will become 100% vested in their Sponsor's contributions.

Note 6. Income Tax Status

The Plan adopted a nonstandardized form of a prototype plan sponsored by Wells Fargo Retirement Plan Solutions. The prototype plan has received an opinion letter, effective August 30, 2001, from the Internal Revenue Service as to the prototype plan's qualified status. The prototype plan opinion letter has been relied upon by this Plan. The Plan has been amended since its adoption; however, the Plan Administrator believes the Plan is designed and being operated in compliance with the applicable requirements of the Internal Revenue Code.

Accounting principles generally accepted in the United States of America require plan management to evaluate the tax positions taken by the plan. Management evaluated the Plan's tax positions and concluded that the Plan had maintained its tax exempt status and had taken no uncertain tax positions that require recognition or disclosure in the financial statements. Therefore, no provision or liability for income taxes has been included in the financial statements. With few exceptions, the Plan is no longer subject to income tax examinations by the U.S. federal, state or local tax authorities for years before 2009.

Note 7. Reconciliation of Financial Statements to Form 5500

The following is a reconciliation of common collective trust fund per the financial statements as of December 31, 2012 and 2011 to Form 5500:

	2012	2011
Common collective trust fund, at fair value per the financial statements	$ 10,399,002	$ 11,644,467
Adjustment from fair value to contract value for fully benefit-responsive investment contracts	(293,072)	(295,083)
Common collective trust fund, at contract value per the Form 5500	$ 10,105,930	$ 11,349,384

The following is a reconciliation of net assets available for benefits per the financial statements as of December 31, 2012 and 2011 to Form 5500:

	2012	2011
Net assets available for benefits per the financial statements	$ 75,998,607	$ 68,804,602
Difference in:		
Investments	2,665,693	2,894,939
Receivables - notes receivables from participants	(2,665,693)	(2,894,939)
Certain deemed distributions of participant loans	(207,409)	(202,376)
Net assets available for benefits per form 5500	$ 75,791,198	$ 68,602,226

Note 7. Reconciliation of Financial Statements to Form 5500 (Continued)

The following is a reconciliation of benefits paid per the financial statements as of December 31, 2012 to Form 5500:

Benefits paid per the financial statements	$ 6,425,928
Current year in deemed distributions of participant loans	5,033
Benefits paid per the Form 5500	$ 6,430,961

Note 8. Related Party Transactions

Certain Plan investments are shares of mutual funds managed by Wells Fargo Bank, N.A. Wells Fargo Bank, N.A. is the trustee as defined by the Plan and therefore, these transactions qualify as party-in-interest transactions. Fees paid by the Plan for the investment management services amounted to $134,867 for the year ended December 31, 2012.

Note 9. Prohibited Transaction

During 2012, the Plan Sponsor inadvertently failed to deposit approximately $8 of participant deferrals within the required timeframe as stated by the United States Department of Labor (DOL). The DOL considers late deposits to be prohibited transactions. The Plan Sponsor remitted lost earnings to correct this failure in 2012.

Crescent Electric Supply Company
401(k) Plan

EIN: 42-0201220
Schedule H - Part IV

Item 4a - Schedule of Delinquent Participant Contributions
Year Ended December 31, 2012

Participant contributions transferred late to plan	Total that constitute non-exempt prohibited transactions
$ 8	$ 8

[ ] Check Here if Late Participant Loan Repayments Are Included:	Contributions Not Corrected	Contributions Corrected Outside of VFCP	Contributions Pending Correction in VFCP	Total Fully Corrected Under VFCP and PTE 2002-51
2012	$ -	$ 8	$ -	$ -

Crescent Electric Supply Company
401(k) Plan

EIN: 42-0201220
Schedule H - Part IV

Item 4i - Schedule of Assets (Held at End of Year)
December 31, 2012

Identity of Issuer, Borrower, Lesser or Similar Party	Description of Investments	Current Value
Mutual funds:		
Wells Fargo Bank, N.A. *	Advantage Small Cap Value Fund	$ 2,562,990
Oakmark	Equity & Income Fund I	5,783,389
American Funds	American Funds Fundamental Investors	9,149,765
Wells Fargo Bank, N.A. *	Advantage Growth Fund I	11,858,649
Wells Fargo Bank, N.A. *	Advantage Total Return Bond Fund I	5,048,180
Wells Fargo Bank, N.A. *	Advantage Index Fund - ADM	1,087,025
Janus Adviser	Overseas Fund	4,071,424
Royce & Associates	Low Priced Stock Fund	1,337,579
Columbia	Small Cap Growth Fund I	1,476,549
Harbor International	Institutional Fund	1,314,336
Invesco	Van Kampen Real Estate Securities Fund	1,866,578
Wells Fargo Bank, N.A. *	Advantage C&B Large Cap Value Fund I	577,701
T. Rowe Price	Growth Stock Advantage Fund	811,847
Aston Optimum	Mid Cap Fund N	2,891,547
Vanguard	Inflation Protected Securities Fund	1,101,710
PIMCO	Total Return Fund	4,238,322
Wells Fargo Bank, N.A. *	Advantage Dow Jones Target Today	459,707
Wells Fargo Bank, N.A. *	Advantage Dow Jones Target 2010	366,491
Wells Fargo Bank, N.A. *	Advantage Dow Jones Target 2020	1,736,258
Wells Fargo Bank, N.A. *	Advantage Dow Jones Target 2030	2,277,679
Wells Fargo Bank, N.A. *	Advantage Dow Jones Target 2040	965,794
Wells Fargo Bank, N.A. *	Advantage Dow Jones Target 2050	533,393
		61,516,913
Common collective trust fund,		
Wells Fargo Bank, N.A. *	Wells Fargo Collective Stable Return Fund	10,105,930
Wells Fargo Bank, N.A. *	Loans, 4.25% - 10.25%	2,665,693
		$ 74,288,536

* Represents a party-in-interest.

The above information has been certified or provided by Wells Fargo Bank, N.A., the trustee, as complete and accurate.