Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

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

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

OMB Nos. 1210-0110
1210-0089

2012

This Form is Open to Public Inspection

Part I Annual Report Identification Information

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

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

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

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

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

Part II Basic Plan Information—enter all requested information

1a Name of plan
LAND O'FROST 401(K) RETIREMENT SAVINGS PLAN

1b Three-digit plan number (PN) ▶ 005

1c Effective date of plan 06/01/1992

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

LAND O'FROST, INC.

16850 CHICAGO AVENUE
LANSING, IL 60438

16850 CHICAGO AVENUE
LANSING, IL 60438

2b Employer Identification Number (EIN)
36-2265880

2c Sponsor's telephone number
708-418-2890

2d Business code (see instructions)
311900

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.	10/08/2013	GEORGE SMOLAR
	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 ☐ Same as Plan Sponsor Name ☐ Same as Plan Sponsor Address

LAND O'FROST, INC.

16850 CHICAGO AVENUE
LANSING, IL 60438

3b Administrator's EIN: 36-2265880

3c Administrator's telephone number: 708-418-2890

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**	633
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**	895
b	Retired or separated participants receiving benefits	**6b**	1
c	Other retired or separated participants entitled to future benefits	**6c**	40
d	Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	936
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	**6e**	0
f	Total. Add lines **6d** and **6e**	**6f**	936
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	507
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	14
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 2S 2T 3D

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

9a Plan funding arrangement (check all that apply)

(1)	☐	Insurance
(2)	☐	Code section 412(e)(3) insurance contracts
(3)	☒	Trust
(4)	☐	General assets of the sponsor

9b Plan benefit arrangement (check all that apply)

(1)	☐	Insurance
(2)	☐	Code section 412(e)(3) insurance contracts
(3)	☒	Trust
(4)	☐	General assets of the sponsor

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

a Pension Schedules

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

b General Schedules

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

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

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

A Name of plan
LAND O'FROST 401(K) RETIREMENT SAVINGS PLAN

B Three-digit plan number (PN) ▶ 005

C Plan sponsor's name as shown on line 2a of Form 5500
LAND O'FROST, INC.

D Employer Identification Number (EIN)
36-2265880

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

FID.INV.INST.OPS.CO.

04-2647786

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

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

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

FIDELITY INVESTMENTS INSTITUTIONAL

04-2647786

(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?
64 65 37 60	RECORDKEEPER	3931	Yes [X] No [ ]	Yes [X] No [ ]	0	Yes [X] No [ ]

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

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

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

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

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

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

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

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

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

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

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

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(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.
BLKRK GLOBAL ALLOC A - BNY MELLON I 760 MOORE ROAD KING OF PRUSSIA, PA 19406	0.25%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(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.
DREYFUS S&P 500 INDX - DREYFUS TRAN 13-2614959	0.15%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(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.
FED MID CAP INDEX SS - STATE STREET 04-0025081	0.05%

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
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(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.
GS SHORT DUR GOVT A - GOLDMAN, SACH 13-5108880	0.25%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(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.
HEARTLAND VAL PLS IV - ALPS FUND SE 20-3247785	0.25%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(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.
INVS COMSTOCK A - INVESCO CANADA LT P.O. BOX 4739 HOUSTON, TX 77210-4739	0.35%

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
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(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.
LD ABBETT DEV GRTH A - DST SYSTEMS, 43-1581814	0.25%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(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.
NUVEEN MDCP GR OPP A - BOSTON FINAN P.O. BOX 8480 BOSTON, MA 02266	0.35%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(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.
NUVEEN SM CP IDX A - BOSTON FINANCI P.O. BOX 8480 BOSTON, MA 02266	0.15%

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
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(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.
OPPENHEIMER GLOBAL A - OFI GLOBAL A TWO WORLD FINANCIAL CENTER 225 LIBERTY STREET, 14TH FLOOR NEW YORK, NY 10281	0.25%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(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.
OPPHMR DEV MKTS A - OFI GLOBAL ASSE TWO WORLD FINANCIAL CENTER 225 LIBERTY STREET, 14TH FLOOR NEW YORK, NY 10281	0.25%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(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.
OPPHMR INTL GROWTH A - OFI GLOBAL A TWO WORLD FINANCIAL CENTER 225 LIBERTY STREET, 14TH FLOOR NEW YORK, NY 10281	0.25%

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
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(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.
PIM ALL ASSET A - BOSTON FINANCIAL P.O. BOX 8480 BOSTON, MA 02266	0.25%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(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.
PIM REAL RETURN A - BOSTON FINANCIA P.O. BOX 8480 BOSTON, MA 02266	0.25%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(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.
PIM TOTAL RETURN A - BOSTON FINANCI P.O. BOX 8480 BOSTON, MA 02266	0.25%

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
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(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.
TRP INTL GR & INC R - T. ROWE PRICE 52-2269240	0.40%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(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.
VICTORY ESTB VALUE A - CITI FUND SE 31-1249295	0.25%

(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

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

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

(complete as many entries as needed)

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE H (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

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

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

OMB No. 1210-0110

2012

This Form is Open to Public Inspection

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

A Name of plan
LAND O'FROST 401(K) RETIREMENT SAVINGS PLAN

B Three-digit plan number (PN) ▶ 005

C Plan sponsor's name as shown on line 2a of Form 5500
LAND O'FROST, INC.

D Employer Identification Number (EIN)
36-2265880

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)	1733	0
(2) Participant contributions	1b(2)	4291	0
(3) Other	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	488861	512734
(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)	584170	560588
(9) Value of interest in common/collective trusts	1c(9)		
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	12731641	15455664
(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	13810696	16528986
Liabilities			
g Benefit claims payable	1g		
h Operating payables	1h		
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through1j)	1k	0	0
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	13810696	16528986

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)	487364	
(B) Participants	2a(1)(B)	1508094	
(C) Others (including rollovers)	2a(1)(C)	654882	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		2650340
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	58	
(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)	23806	
(F) Other	2b(1)(F)		
(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		23864
(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)	337876	
(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		337876
(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)		
(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)		

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		1211055
c Other income	2c		
d Total income. Add all **income** amounts in column (b) and enter total	2d		4223135
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	1495755	
(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)		1495755
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		5159
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)	3931	
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		3931
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		1504845
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		2718290
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) [X] Unqualified **(2)** [ ] Qualified **(3)** [ ] Disclaimer **(4)** [ ] Adverse

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

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

(1) Name: SWARTZ, RETSON & CO., P.C. **(2)** EIN: 35-1509921

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

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

Part IV Compliance Questions

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

During the plan year:

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

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

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

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

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

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

Part V Trust Information (optional)

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

SCHEDULE R (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Retirement Plan Information

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

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

OMB No. 1210-0110

2012

This Form is Open to Public Inspection.

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

A Name of plan
LAND O'FROST 401(K) RETIREMENT SAVINGS PLAN

B Three-digit plan number (PN) ▶ 005

C Plan sponsor's name as shown on line 2a of Form 5500
LAND O'FROST, INC.

D Employer Identification Number (EIN)
36-2265880

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): 04-6568107 _____

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):

FINANCIAL STATEMENT AND
INDEPENDENT AUDITORS' REPORT

LAND O' FROST, INC. 401(k) RETIREMENT SAVINGS PLAN PLAN NUMBER 005

DECEMBER 31, 2012 AND 2011

SWARTZ, RETSON & CO., P.C.
CERTIFIED PUBLIC ACCOUNTANTS
235 E. 86TH AVENUE
MERRILLVILLE, INDIANA 46410

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Swartz Retson

235 East 86th Avenue • Merrillville, IN 46410 • 219.769.3616 • Fax 219.736.4876 • www.swartz-retson.com

INDEPENDENT AUDITORS' REPORT

To the Trustees
Land O' Frost, Inc. 401(k) Retirement Savings Plan – Plan Number 005
16850 Chicago Avenue
Lansing, IL 60438

Report on the Financial Statements
We have audited the accompanying financial statements of Land O' Frost, Inc. 401(k) Retirement Savings Plan – Plan Number 005, which comprise the statements of net assets available for benefits as of December 31, 2012 and 2011, and the related statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

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

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

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

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

Opinion
In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of Land O' Frost, Inc. 401(k) Retirement Savings Plan – Plan Number 005 as of December 31, 2012 and 2011, and the changes in its net assets available for benefits for the years then ended in accordance with accounting principles generally accepted in the United States of America.

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

Swartz, Retson + Co., P.C.

Merrillville, IN
October 7, 2013

LAND O' FROST, INC.
401(k) RETIREMENT SAVINGS PLAN
PLAN NUMBER 005

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
DECEMBER 31, 2012 AND 2011

	2012	2011
INVESTMENTS AT FAIR VALUE		
Mutual Funds at Fair Value	$15,968,398	$13,220,502
RECEIVABLES		
Notes Receivable from Participants	560,823	584,170
Interest Receivable	00	6,024
Total Receivables	560,823	590,194
NET ASSETS AVAILABLE FOR BENEFITS	$16,529,221	$13,810,696

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

LAND O' FROST, INC.
401(k) RETIREMENT SAVINGS PLAN
PLAN NUMBER 005

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
DECEMBER 31, 2012 AND 2011

	2012	2011
ADDITIONS TO NET ASSETS ATTRIBUTED TO:		
Investment Income:		
Net Appreciation (Depreciation) in Fair Value of Investments	$ 1,046,985	$ (214,772)
Gain on Sale of Assets	163,145	2,967
Interest and Dividends	337,934	385,563
Loan Interest Income	24,051	25,657
Total	1,572,115	199,415
Contributions:		
Employer	487,364	337,722
Participants	1,508,093	990,218
Participant Rollovers	654,882	103,991
Total	2,650,339	1,431,931
TOTAL ADDITIONS	4,222,454	1,631,346
DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:		
Benefits Paid to Participants	1,500,924	1,354,527
Transaction Charges	3,005	2,476
TOTAL DEDUCTIONS	1,503,929	1,357,003
NET INCREASE	2,718,525	274,343
NET ASSETS AVAILABLE FOR BENEFITS – Beginning of Year	13,810,696	13,536,353
NET ASSETS AVAILABLE FOR BENEFITS – End of Year	$16,529,221	$13,810,696

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

LAND O' FROST, INC.
401(k) RETIREMENT SAVINGS PLAN
PLAN NUMBER 005

NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2012 AND 2011

NOTE 1 - DESCRIPTION OF PLAN

The following description of Land O' Frost, Inc. 401(k) Retirement Savings Plan provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provision.

A. General

The Plan is a defined contribution plan, and was organized effective June 1, 1992 by Land O' Frost, Inc. (the Company). The Company encourages participation by matching a portion of the employees' contribution. It is subject to the provision of the Employee Retirement Income Security Act of 1974 (ERISA), and subsequent pension amendments.

All full time employees, age 18 or older, who have at least 6 months of eligible service, and are not a member of a collective bargaining unit are eligible to enroll in the Plan on the first day of the month following completion of the service requirement.

B. Contributions

Participants are allowed to make contributions up to 100% of compensation under the provision of Section 401(k) of the Internal Revenue Code. The Plan sponsor may also automatically enroll eligible participants in the Plan. Automatically enrolled participants will contribute at a rate of 6% of compensation. The participant may revoke the automatic enrollment. Company contributions are made at the discretion of the Board of Directors. The Plan specifies that the Plan sponsor match 50% of the first 5% of compensation contributed by the participant. The Plan sponsor may also make discretionary non-elective contributions. Discretionary non-elective contributions are allocated based on the ratio of the participant's eligible compensation to the total of all eligible compensation paid to all employees.

C. Participant Accounts

In 2012, each participant directs the investment of their account into any of the thirty-three investment options selected by the Plan trustees as follows:

The Oppenheimer Global Fund seeks capital appreciation. The fund invests mainly in common stocks of U.S. and foreign companies without limit in any country, including countries with developed or emerging markets. It currently emphasizes its investments in developed markets such as the United States, Western European countries, and Japan.

The Oppenheimer International Growth Fund A invests its assets primarily in growth companies that are domiciled or have their primary operations outside of the United States, including countries with developing or emerging markets.

The Lord Abbett Developing Growth A Fund seeks long-term growth of capital. The fund normally invests at least 65% of its net assets in equity securities of small companies.

NOTE 1 - DESCRIPTION OF PLAN CONTINUED

The Dreyfus S&P 500 Index Fund seeks to match the performance of the S&P 500 Composite Stock Price Index. The fund generally invests in all 500 stocks in the S&P 500 Index in proportion to their weighting in the index.

The Federated Mid-Cap Index Fund (SS) normally invests its assets primarily in common stocks included in the S&P 400.

The Goldman Sachs Short Duration Government A Fund normally invests at least 80% of its net assets plus any borrowings for investment purposes in securities issued or guaranteed by the U.S. government, its agencies, instrumentalities or sponsored enterprises and in repurchase agreements collateralized by such securities.

The Nuveen Small Cap Index A Fund seeks to provide investment results that correspond to the performance of the Russell 2000 Index. The fund generally invests at least 90% of its net assets, plus the amount of any borrowings for investment purposes, in common stocks also included in the Russell 2000 Index.

The BlackRock Global Allocation A Fund seeks to provide high total investment return. It may invest up to 35% of its total assets in junk bonds, corporate loans, and distressed securities.

The T. Rowe Price International Growth & Income Fund invests at least 65% of its total assets in the stock of large, dividend-paying, well-established companies that have favorable prospects for capital appreciation. It expects to invest substantially all of its assets outside the U.S. and to diversify broadly, primarily among the developed countries.

The Victory Established Value A Fund seeks long-term capital growth by investing primarily in common stocks. The fund generally invests at least 80% of its net assets in equity securities of companies with market capitalizations.

The PIMCO Total Return A Fund normally invests at least 65% of its total assets in a diversified portfolio of Fixed Income Instruments of varying maturities, which may be represented by forwards or derivatives such as options, futures contracts, or swap agreements.

The Invesco Van Kampen Comstock A Fund seeks capital growth and income. The fund normally invests at least 80% of its net assets (plus any borrowings for investment purposes) in common stocks at the time of investment.

The Oppenheimer Global A Fund seeks capital appreciation. The fund invests mainly in common stock of U.S. and foreign companies.

NOTE 1 - DESCRIPTION OF PLAN CONTINUED

The Oppenheimer Developing Markets A Fund seeks capital appreciation aggressively. The fund mainly invests in common stock of issuers in emerging and developing markets throughout the world and may invest up to 100% of total assets in foreign securities.

The Heartland Value Plus Fund seeks long-term capital appreciation and modest current income. The fund invests primarily in a concentrated number (generally 40 to 70) of small- capitalization equity securities selected on a value basis.

The PIMCO Real Return A Fund invests at least 80% of its net assets in inflation- indexed bonds of varying maturities issued by the U.S. and non-U.S. governments, their agencies or instrumentalities, and corporations, which may be represented by forwards or derivatives such as options, futures contracts, or swap agreements.

The PIMCO All Asset A Fund seeks maximum real return, consistent with preservation of real capital and prudent investment management. The fund normally invests all of its assets in Institutional Class or Class M shares of any funds of the Trust or PIMCO Equity Series, and affiliated open-end investment company, except other funds of funds.

The Nuveen Mid-Cap Growth Opportunities A Fund seeks capital appreciation. The fund invests at least 80% of net assets, plus the amount of any borrowings for investment purposes, in common stocks of mid-capitalization companies.

The Fidelity Advisor Strategic Income A Fund seeks a high level of current income; it may also seek capital appreciation. The fund invests primarily in debt securities, including lower-quality debt securities.

The Fidelity Money Market Trust Retirement Money Market Portfolio seeks to obtain as high a level of current income as is consistent with the preservation of capital and liquidity. The fund normally invests at least 25% of total assets in the financial services industries.

The Fidelity Advisor Freedom Income A Fund seeks high total return with a secondary objective of principal preservation. The fund invests in a combination of underlying Fidelity equity, fixed-income, and short-term funds using a moderate asset allocation strategy designed for investors already in retirement.

The Fidelity Advisor Freedom 2005 A Fund seeks high total return with a secondary objective of principal preservation as the fund reaches its target date and beyond designed for investors expected to have retired around the year 2005.

The Fidelity Advisor Freedom 2010 A Fund seeks high total return with a secondary objective of principal preservation as the fund reaches its target date and beyond designed for investors expected to have retired around the year 2010.

NOTE 1 - DESCRIPTION OF PLAN CONTINUED

The Fidelity Advisor Freedom 2015 A Fund seeks high total return with a secondary objective of principal preservation as the fund reaches its target date and beyond designed for investors expecting to retire around the year 2015.

The Fidelity Advisor Freedom 2020 A Fund seeks high total return with a secondary objective of principal preservation as the fund reaches its target date and beyond designed for investors expecting to retire around the year 2020.

The Fidelity Advisor Freedom 2025 A Fund seeks high total return with a secondary objective of principal preservation as the fund reaches its target date and beyond designed for investors expecting to retire around the year 2025.

The Fidelity Advisor Freedom 2030 A Fund seeks high total return with a secondary objective of principal preservation as the fund reaches its target date and beyond designed for investors expecting to retire around the year 2030.

The Fidelity Advisor Freedom 2035 A Fund seeks high total return with a secondary objective of principal preservation as the fund reaches its target date and beyond designed for investors expecting to retire around the year 2035.

The Fidelity Advisor Freedom 2040 A Fund seeks high total return with a secondary objective of principal preservation as the fund reaches its target date and beyond designed for investors expecting to retire around the year 2040.

The Fidelity Advisor Freedom 2045 A Fund seeks high total return with a secondary objective of principal preservation as the fund reaches its target date and beyond designed for investors expecting to retire around the year 2045.

The Fidelity Advisor Freedom 2050 A Fund seeks high total return with a secondary objective of principal preservation as the fund reaches its target date and beyond designed for investors expecting to retire around the year 2050.

The Fidelity Advisor Freedom 2055 A Fund seeks high total return with a secondary objective of principal preservation as the fund reaches its target date and beyond designed for investors expecting to retire around the year 2055.

The Fidelity Advisor New Insights A Fund seeks capital appreciation. The fund invests primarily in common stocks. It invests in domestic and foreign issuers. The fund invests in securities of companies whose value the adviser believes is not fully recognized by the public.

NOTE 1 - DESCRIPTION OF PLAN CONTINUED

D. Withdrawals
Withdrawals of funds from the Plan for financial hardships at times other than retirement, death, or other termination of employment are permitted. Participants are allowed to withdraw only amounts necessary to satisfy the serious financial hardship. Participants may withdraw any amount, up to 100%, of the value of their rollover contribution and salary deferral contributions. Participants are also allowed to begin in-service withdrawals of their contributions and earnings on those contributions at age 59 ½.

E. Vesting
Participants are immediately vested in their voluntary contributions including earnings thereon. Vesting in employer contributions and related earnings is based on the following schedule:

Years of Service	Percentage
Less than 2 Years	0%
2 Years	20%
3 Years	40%
4 Years	60%
5 Years	80%
6 Years	100%

F. Notes Receivable from Participants
Participants are allowed to borrow against their vested interest up to 50% of their entire vested interest. The loan cannot be for less than $1,000 and not to exceed $50,000. Repayments are made through payroll deductions.

G. Payment of Benefits
Benefit payments are made in the form of lump sum distributions.

H. Forfeitures
Forfeitures of non-vested benefits of terminated employees are used to reduce Company contributions and administrative expenses. Plan forfeitures for the years ended December 31, 2012 and 2011 were $0 and $5,661, respectively.

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

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

A. Basis of Accounting
The accompanying financial statements are prepared on the accrual basis of accounting.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES CONTINUED

B. Use of Estimates in Preparation of Financial Statements

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

C. Tax Status

The Trust established under the Plan to hold the Plan's assets is qualified pursuant to the appropriate section of the Internal Revenue Code, and, accordingly, the Trust's net investment income is exempt from income taxes. The Plan was established under the provisions of a prototype plan developed by Fidelity Management & Research Co. Fidelity Management & Research Co. has obtained a favorable tax determination letter from the Internal Revenue Service dated March 31, 2008. The Plan sponsor believes that the Plan continues to qualify and to operate as designed.

D. Administrative Expenses

A quarterly fee based on a percentage of each account balance invested in Diversified Mutual Funds and Fidelity Management & Research Co. on the last day of each Plan quarter will be withdrawn the following month for administrative expenses. Most administrative expenses are being paid by the Plan's sponsor.

E. Notes Receivable from Participants

In September 2010, the FASB issued ASU 2010-25, *Reporting Loans to Participants by Defined Contribution Pension Plans,* ("ASU 2010-25"). ASU 2010-25 requires participant loans to be measured at their unpaid principal balance plus any accrued but unpaid interest and classified as notes receivable from participants.

Notes receivable from participants represent participant loans that are recorded at their unpaid principal balance plus any accrued but unpaid interest. Interest income on notes receivable from participants is recorded when it is earned. Related fees are recorded as administrative expenses and are expensed when they are incurred. No allowance for credit losses has been recorded as of December 31, 2012 and 2011. If a participant ceases to make loan payments, the Plan administrator will deem the participant loan to be a distribution in accordance with applicable legal requirements, and the participant's account balance will be reduced at the earliest permitted date. The plan has loans receivable from participants as of December 31, 2012 and 2011 of $560,823 and $584,170, respectively.

NOTE 3 - FAIR VALUE MEASUREMENTS

At the beginning of the plan year ended December 31, 2009, the Plan implemented accounting principles for fair value measurements. The standards establish a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy under the standards are described below:

Basis of Fair Value Measurement

- Level 1: Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities;
- Level 2: Quoted prices in markets that are not considered to be active or financial instruments for which all significant inputs are observable, either directly or indirectly;
- Level 3: Prices or valuations that require inputs that are both significant to the fair value measurement and unobservable.

A financial instruments level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement.

The following tables present by level, within the fair value hierarchy, the Plan investment assets at fair value, as of December 31, 2012 and 2011. As required by generally accepted accounting principles, investment assets are classified in their entirety based upon the lowest level of input that is significant to the fair value measurement.

Total Plan investment assets at fair value classified within Level 2 were $0 and $0 as of December 31, 2012 and 2011, respectively, which consists of the Plan's investments in Collective Trust.

Description	December 31, 2012	Level 1	Level 2	Level 3
Mutual Funds:				
Blend	$14,650,584	$14,650,584	$ 00	$ 00
Growth	487,878	487,878	00	00
Value	348,554	348,554	00	00
Fixed Income	481,382	481,382	00	00
Total Mutual Funds	$15,968,398	$15,968,398	$ 00	$ 00

Description	December 31, 2011	Level 1	Level 2	Level 3
Mutual Funds:				
Blend	$12,701,450	$12,701,450	$ 00	$ 00
Growth	177,950	177,950	00	00
Value	177,767	177,767	00	00
Fixed Income	163,335	163,335	00	00
Total Mutual Funds	$13,220,502	$13,220,502	$ 00	$ 00

NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2012 AND 2011

NOTE 4 - INVESTMENTS AT FAIR VALUE

The Plan's investments were administered by Fidelity Investments January 1, 2012 through December 31, 2012. The following table presents the fair values of investments as determined by quoted market prices that represent 5% or more of the Plan's net assets at December 31, 2012 and 2011:

Mutual Funds	2012	2011
Fidelity Advisor Freedom 2015 A	$ 3,310,848	$ 3,375,635
Fidelity Advisor Freedom 2020 A	3,248,578	2,906,704
Fidelity Advisor Freedom 2025 A	2,583,513	2,119,581
Fidelity Advisor Freedom 2030 A	1,235,230	991,424
Fidelity Advisor Freedom 2035 A	1,253,405	1,019,675
Other	4,336,824	2,807,483
Total Investments at Fair Value	$15,968,398	$13,220,502

During the years ended December 31, 2012 and 2011, the Plan's investments appreciated/(depreciated) in value by $1,046,986 and $(214,772), respectively as follows:

Investment Funds	2012	2011
American Funds Growth Fund of Amer R3	$ 00	$ (24,063)
American Century Equity Income	00	(2,565)
Columbia Small Cap Value II Z	00	(22,098)
Davis NY Venture A	00	(18,050)
Loomis Sayles Small Cap Growth Retail	00	11,856
Munder Mid-Cap Core Growth A	00	6,194
Oppenheimer Global A	00	(20,849)
PIMCO All Asset All Authority A	00	(142)
Russell LifePoints 2010 Strategy R3	00	1,665
Russell LifePoints 2015 Strategy R3	00	(1,616)
Russell LifePoints 2020 Strategy R3	00	(14,643)
Russell LifePoints 2025 Strategy R3	00	(2,020)
Russell LifePoints 2030 Strategy R3	00	(25,210)
Russell LifePoints 2035 Strategy R3	00	(524)
Russell LifePoints 2040 Strategy R3	00	(25,892)
Russell LifePoints 2045 Strategy R3	00	(1,123)
Russell In Retirement R3	00	(2,700)
T. Rowe Price Spectrum Income	00	(2,690)
Transamerica Balanced	00	2,830
Transamerica Diversified Equity	00	(31,545)
Transamerica Partners Core Bond	00	4,973
Transamerica Partners Mid Value	00	(10,932)
Thornburg International Value R5	00	(45,797)
Stable Pooled Fund	00	62,360
Lord Abbett Developing Growth A	(2,412)	338

NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2012 AND 2011

NOTE 4 - INVESTMENTS AT FAIR VALUE CONTINUED

Investment Funds	2012	2011
Dreyfus S&P 500 Index	$ 9,247	$ 88
Federated Mid-Cap Index	3,906	97
Oppenheimer International Growth A	1,192	00
Goldman Sachs Short Duration Government A	(170)	00
Nuveen Small Cap Index A	1,581	296
BlackRock Global Allocation A	3,171	54
T. Rowe Price International Growth & Income	845	50
Victory Established Value A	8,527	851
PIMCO Total Return A	5,443	(61)
Invesco Van Kampen Comstock	5,445	264
Oppenheimer Global A	2,268	577
Oppenheimer Developing Markets A	25,063	1,940
Heartland Value Plus	6,414	1,389
PIMCO Real Return A	3,135	(38)
PIMCO All Asset A	2,731	(208)
Nuveen Mid-Cap Growth Opportunities A	376	253
Fidelity Advisor Strategic Income A	3,963	(24)
Fidelity Advisor Freedom 2010 A	26,790	(4,683)
Fidelity Advisor Freedom 2020 A	215,111	(18,325)
Fidelity Advisor Freedom 2030 A	98,408	(2,618)
Fidelity Advisor Freedom 2040 A	58,102	383
Fidelity Advisor Freedom Inc A	236	00
Fidelity Advisor New Insights A	4,178	104
Fidelity Advisor Freedom 2005 A	11,647	(2,089)
Fidelity Advisor Freedom 2015 A	193,349	(23,764)
Fidelity Advisor Freedom 2025 A	206,953	(7,677)
Fidelity Advisor Freedom 2035 A	112,469	1,716
Fidelity Advisor Freedom 2045 A	35,266	592
Fidelity Advisor Freedom 2050 A	3,630	94
Fidelity Advisor Freedom 2055 A	122	00
Total Net Appreciation in Fair Value of Investments	$1,046,986	$(214,772)

NOTE 5 - PARTY-IN-INTEREST TRANSACTIONS

For January 1, 2011 through November 30, 2011 the Plan's investment contracts in the guaranteed accounts managed by Diversified Investment Advisors, Inc. (Diversified), are held and invested by Diversified and State Street Bank & Trust Company as custodian. Diversified Investment Advisors, Inc. performs administrative and recordkeeping services for the Plan, and therefore, these transactions qualify as party-in-interest. Direct administrative fees paid to Diversified Investment Advisors, Inc. for the years ended December 31, 2012 and 2011 were $0 and $2,475, respectively.

NOTE 5 - PARTY-IN-INTEREST TRANSACTIONS CONTINUED

For the year ended December 31, 2012 and December 1, 2011 through December 31, 2011 the Plan's investment contracts in the guaranteed accounts managed by Fidelity Investments (Fidelity), and were held and invested by Fidelity Management Trust Company as custodian. Fidelity Investments performs administrative and recordkeeping services for the Plan, and therefore, these transactions qualify as party-in-interest. Direct administrative fees paid to Fidelity Investments for the years ended December 31, 2012 and 2011 were $3,931 and $0, respectively.

LPL Financial Corp. provides investment advisory services to the Plan and therefore qualifies as a party-in-interest. Indirect administrative fees paid to LPL Financial Corp. for the periods ended December 31, 2012 and 2011 were $0 and $22,408, respectively.

Certain employees of the Company provide administrative and trustee services to the Plan. These employees are not paid by the Plan for their services. Certain other administrative expenses are paid by the Company on behalf of the Plan.

Swartz, Retson & Co., P.C., by virtue of its role as auditor of the Plan's financial statements, qualifies as a party-in-interest.

Notes Receivable from participants qualify as party-in-interest loans. Notes Receivable from participants had a balance of $560,823 and $584,170 for the years ended December 31, 2012 and 2011, respectively.

NOTE 6 - RISKS AND UNCERTAINTIES

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

NOTE 7 - SUBSEQUENT EVENTS

Subsequent events have been evaluated through October 7, 2013, the date the financial statements were available for issuance.

SUPPLEMENTAL SCHEDULES

LAND O' FROST, INC.
401(k) RETIREMENT SAVINGS PLAN
PLAN NUMBER 005

SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES
FEIN: 36-2265880
PLAN NUMBER 005
DECEMBER 31, 2012

			(c)		
(a)	(b) Identity of Issue Borrower, Lessor, or Similar Party	Description of Investment	Par or Maturity Date	Interest Rate	Maturity Value
	Mutual Funds				
	Lord Abbett	Lord Abbett Developing Growth A	n/a	n/a	n/a
	Dreyfus	Dreyfus S&P 500 Index	n/a	n/a	n/a
	Federated	Federated Mid-Cap Index (SS)	n/a	n/a	n/a
	Oppenheimer Funds	Oppenheimer International Growth A	n/a	n/a	n/a
	Goldman Sachs	Goldman Sachs Short Duration Government A	n/a	n/a	n/a
	Nuveen	Nuveen Small Cap Index A	n/a	n/a	n/a
	BlackRock	BlackRock Global Allocation A	n/a	n/a	n/a
	T. Rowe Price	T. Rowe Price International Growth & Income	n/a	n/a	n/a
	Victory	Victory Established Value A	n/a	n/a	n/a
	PIMCO	PIMCO Total Return A	n/a	n/a	n/a
	Invesco Van Kampen	Invesco Van Kampen Comstock A	n/a	n/a	n/a
	Oppenheimer Funds	Oppenheimer Global A	n/a	n/a	n/a
	Oppenheimer Funds	Oppenheimer Developing Markets A	n/a	n/a	n/a
	Heartland	Heartland Value Plus	n/a	n/a	n/a
	PIMCO	PIMCO Real Return A	n/a	n/a	n/a
	PIMCO	PIMCO All Asset A	n/a	n/a	n/a
	Nuveen	Nuveen Mid-Cap Growth Opportunities A	n/a	n/a	n/a
*	Fidelity	Fidelity Advisor Strategic Income A	n/a	n/a	n/a
*	Fidelity	Fidelity Retirement Money Market	n/a	n/a	n/a
*	Fidelity	Fidelity Advisor Freedom 2005 A	n/a	n/a	n/a
*	Fidelity	Fidelity Advisor Freedom 2010 A	n/a	n/a	n/a
*	Fidelity	Fidelity Advisor Freedom 2015 A	n/a	n/a	n/a
*	Fidelity	Fidelity Advisor Freedom 2020 A	n/a	n/a	n/a
*	Fidelity	Fidelity Advisor Freedom 2025 A	n/a	n/a	n/a
*	Fidelity	Fidelity Advisor Freedom 2030 A	n/a	n/a	n/a
*	Fidelity	Fidelity Advisor Freedom 2035 A	n/a	n/a	n/a
*	Fidelity	Fidelity Advisor Freedom 2040 A	n/a	n/a	n/a
*	Fidelity	Fidelity Advisor Freedom 2045 A	n/a	n/a	n/a
*	Fidelity	Fidelity Advisor Freedom 2050 A	n/a	n/a	n/a
*	Fidelity	Fidelity Advisor Freedom 2055 A	n/a	n/a	n/a
*	Fidelity	Fidelity Advisor Freedom Inc A	n/a	n/a	n/a
*	Fidelity	Fidelity Advisor New Insights A	n/a	n/a	n/a
	Total Mutual Funds				
	Participants				
*	Participant Loans	various	n/a	4.25%-9.25%	n/a

TOTALS

**Indicates Party-in-Interest to the Plan*

LAND O' FROST, INC.
401(k) RETIREMENT SAVINGS PLAN
PLAN NUMBER 005

SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES
FEIN: 36-2265880
PLAN NUMBER 005
DECEMBER 31, 2012

continued...

	(b) Identity of Issue Borrower, (a) Lessor, or Similar Party	Description of Investment	(e) Current Value
	Mutual Funds		
	Lord Abbett	Lord Abbett Developing Growth A	$ 106,486
	Dreyfus	Dreyfus S&P 500 Index	210,712
	Federated	Federated Mid-Cap Index (SS)	68,859
	Oppenheimer Funds	Oppenheimer International Growth A	29,606
	Goldman Sachs	Goldman Sachs Short Duration Government A	60,088
	Nuveen	Nuveen Small Cap Index A	21,766
	BlackRock	BlackRock Global Allocation A	66,160
	T. Rowe Price	T. Rowe Price International Growth & Income	13,555
	Victory	Victory Established Value A	140,734
	PIMCO	PIMCO Total Return A	273,237
	Invesco Van Kampen	Invesco Van Kampen Comstock A	62,659
	Oppenheimer Funds	Oppenheimer Global A	20,537
	Oppenheimer Funds	Oppenheimer Developing Markets A	185,634
	Heartland	Heartland Value Plus	131,606
	PIMCO	PIMCO Real Return A	148,057
	PIMCO	PIMCO All Asset A	81,620
	Nuveen	Nuveen Mid-Cap Growth Opportunities A	75,964
*	Fidelity	Fidelity Advisor Strategic Income A	119,114
*	Fidelity	Fidelity Retirement Money Market	512,734
*	Fidelity	Fidelity Advisor Freedom 2005 A	217,743
*	Fidelity	Fidelity Advisor Freedom 2010 A	463,927
*	Fidelity	Fidelity Advisor Freedom 2015 A	3,310,847
*	Fidelity	Fidelity Advisor Freedom 2020 A	3,248,577
*	Fidelity	Fidelity Advisor Freedom 2025 A	2,583,513
*	Fidelity	Fidelity Advisor Freedom 2030 A	1,235,230
*	Fidelity	Fidelity Advisor Freedom 2035 A	1,253,405
*	Fidelity	Fidelity Advisor Freedom 2040 A	652,041
*	Fidelity	Fidelity Advisor Freedom 2045 A	461,335
*	Fidelity	Fidelity Advisor Freedom 2050 A	111,383
*	Fidelity	Fidelity Advisor Freedom 2055 A	6,139
*	Fidelity	Fidelity Advisor Freedom Inc A	31,618
*	Fidelity	Fidelity Advisor New Insights A	63,512
	Total Mutual Funds		15,968,398
	Participants		
*	Participant Loans		(560,823)
	TOTALS		$15,407,575

**Indicates Party-in-Interest to the Plan*

LAND O' FROST, INC.
401(k) RETIREMENT SAVINGS PLAN
PLAN NUMBER 005

SCHEDULE H, LINE 4i – SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES
FEIN: 36-2265880
PLAN NUMBER 005
DECEMBER 31, 2011

	(b)		(c)		
(a)	Identity of Issue Borrower, Lessor, or Similar Party	Description of Investment	Par or Maturity Date	Interest Rate	Maturity Value
	Mutual Funds				
	Lord Abbett	Lord Abbett Developing Growth A	n/a	n/a	n/a
	Dreyfus	Dreyfus S&P 500 Index	n/a	n/a	n/a
	Federated	Federated Mid-Cap Index	n/a	n/a	n/a
	Goldman Sachs	Goldman Sachs Short Duration Government A	n/a	n/a	n/a
	Nuveen	Nuveen Small Cap Index A	n/a	n/a	n/a
	BlackRock	BlackRock Global Allocation A	n/a	n/a	n/a
	T. Rowe Price	T. Rowe Price International Growth & Income	n/a	n/a	n/a
	Victory	Victory Established Value A	n/a	n/a	n/a
	PIMCO	PIMCO Total Return A	n/a	n/a	n/a
	Invesco Van Kampen	Invesco Van Kampen Comstock	n/a	n/a	n/a
	Oppenheimer Funds	Oppenheimer Global A	n/a	n/a	n/a
	Oppenheimer Funds	Oppenheimer Developing Markets A	n/a	n/a	n/a
	Heartland	Heartland Value Plus	n/a	n/a	n/a
	PIMCO	PIMCO Real Return A	n/a	n/a	n/a
	PIMCO	PIMCO All Asset A	n/a	n/a	n/a
	Nuveen	Nuveen Mid-Cap Growth Opportunities A	n/a	n/a	n/a
*	Fidelity	Fidelity Advisor Strategic Income A	n/a	n/a	n/a
*	Fidelity	Fidelity Retirement Money Market	n/a	n/a	n/a
*	Fidelity	Fidelity Advisor Freedom 2005 A	n/a	n/a	n/a
*	Fidelity	Fidelity Advisor Freedom 2010 A	n/a	n/a	n/a
*	Fidelity	Fidelity Advisor Freedom 2015 A	n/a	n/a	n/a
*	Fidelity	Fidelity Advisor Freedom 2020 A	n/a	n/a	n/a
*	Fidelity	Fidelity Advisor Freedom 2025 A	n/a	n/a	n/a
*	Fidelity	Fidelity Advisor Freedom 2030 A	n/a	n/a	n/a
*	Fidelity	Fidelity Advisor Freedom 2035 A	n/a	n/a	n/a
*	Fidelity	Fidelity Advisor Freedom 2040 A	n/a	n/a	n/a
*	Fidelity	Fidelity Advisor Freedom 2045 A	n/a	n/a	n/a
*	Fidelity	Fidelity Advisor Freedom 2050 A	n/a	n/a	n/a
*	Fidelity	Fidelity Advisor New Insights A	n/a	n/a	n/a
	Total Mutual Funds				
	Participants				
*	Participant Loans	various		4.25% to 9.25%	various

TOTALS

**Indicates Party-in-Interest to the Plan*

LAND O' FROST, INC.
401(k) RETIREMENT SAVINGS PLAN
PLAN NUMBER 005

SCHEDULE H, LINE 4i – SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES
FEIN: 36-2265880
PLAN NUMBER 005
DECEMBER 31, 2011

continued...

	(a)	(b) Identity of Issue Borrower, Lessor, or Similar Party	Description of Investment	(e) Current Value
		Mutual Funds		
		Lord Abbett	Lord Abbett Developing Growth A	$ 29,510
		Dreyfus	Dreyfus S&P 500 Index	7,604
		Federated	Federated Mid-Cap Index	2,858
		Goldman Sachs	Goldman Sachs Short Duration Government A	30,137
		Nuveen	Nuveen Small Cap Index A	9,405
		BlackRock	BlackRock Global Allocation A	18,351
		T. Rowe Price	T. Rowe Price International Growth & Income	6,572
		Victory	Victory Established Value A	81,775
		PIMCO	PIMCO Total Return A	124,012
		Invesco Van Kampen	Invesco Van Kampen Comstock	8,020
		Oppenheimer Funds	Oppenheimer Global A	19,956
		Oppenheimer Funds	Oppenheimer Developing Markets A	87,649
		Heartland	Heartland Value Plus	81,400
		PIMCO	PIMCO Real Return A	9,189
		PIMCO	PIMCO All Asset A	7,198
		Nuveen	Nuveen Mid-Cap Growth Opportunities A	31,723
*		Fidelity	Fidelity Advisor Strategic Income A	22,771
*		Fidelity	Fidelity Retirement Money Market	488,861
*		Fidelity	Fidelity Advisor Freedom 2005 A	257,502
*		Fidelity	Fidelity Advisor Freedom 2010 A	593,521
*		Fidelity	Fidelity Advisor Freedom 2015 A	3,375,635
*		Fidelity	Fidelity Advisor Freedom 2020 A	2,906,704
*		Fidelity	Fidelity Advisor Freedom 2025 A	2,119,581
*		Fidelity	Fidelity Advisor Freedom 2030 A	991,424
*		Fidelity	Fidelity Advisor Freedom 2035 A	1,019,675
*		Fidelity	Fidelity Advisor Freedom 2040 A	533,654
*		Fidelity	Fidelity Advisor Freedom 2045 A	312,574
*		Fidelity	Fidelity Advisor Freedom 2050 A	34,132
*		Fidelity	Fidelity Advisor New Insights A	9,112
		Total Mutual Funds		13,220,505
		Participants		
*		Participant Loans		(584,170)
		TOTALS		$12,636,335

**Indicates Party-in-Interest to the Plan*

FINANCIAL STATEMENT AND
INDEPENDENT AUDITORS' REPORT

LAND O' FROST, INC. 401(k) RETIREMENT SAVINGS PLAN PLAN NUMBER 005

DECEMBER 31, 2012 AND 2011

SWARTZ, RETSON & CO., P.C.
CERTIFIED PUBLIC ACCOUNTANTS
235 E. 86TH AVENUE
MERRILLVILLE, INDIANA 46410

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Swartz Retson

235 East 86th Avenue • Merrillville, IN 46410 • 219.769.3616 • Fax 219.736.4876 • www.swartz-retson.com

INDEPENDENT AUDITORS' REPORT

To the Trustees
Land O' Frost, Inc. 401(k) Retirement Savings Plan – Plan Number 005
16850 Chicago Avenue
Lansing, IL 60438

Report on the Financial Statements
We have audited the accompanying financial statements of Land O' Frost, Inc. 401(k) Retirement Savings Plan – Plan Number 005, which comprise the statements of net assets available for benefits as of December 31, 2012 and 2011, and the related statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

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

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

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

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

Opinion
In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of Land O' Frost, Inc. 401(k) Retirement Savings Plan – Plan Number 005 as of December 31, 2012 and 2011, and the changes in its net assets available for benefits for the years then ended in accordance with accounting principles generally accepted in the United States of America.

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

Swartz, Retson + Co., P.C.

Merrillville, IN
October 7, 2013

LAND O' FROST, INC.
401(k) RETIREMENT SAVINGS PLAN
PLAN NUMBER 005

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
DECEMBER 31, 2012 AND 2011

	2012	2011
INVESTMENTS AT FAIR VALUE		
Mutual Funds at Fair Value	$15,968,398	$13,220,502
RECEIVABLES		
Notes Receivable from Participants	560,823	584,170
Interest Receivable	00	6,024
Total Receivables	560,823	590,194
NET ASSETS AVAILABLE FOR BENEFITS	$16,529,221	$13,810,696

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

LAND O' FROST, INC.
401(k) RETIREMENT SAVINGS PLAN
PLAN NUMBER 005

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
DECEMBER 31, 2012 AND 2011

	2012	2011
ADDITIONS TO NET ASSETS ATTRIBUTED TO:		
Investment Income:		
Net Appreciation (Depreciation) in Fair Value of Investments	$ 1,046,985	$ (214,772)
Gain on Sale of Assets	163,145	2,967
Interest and Dividends	337,934	385,563
Loan Interest Income	24,051	25,657
Total	1,572,115	199,415
Contributions:		
Employer	487,364	337,722
Participants	1,508,093	990,218
Participant Rollovers	654,882	103,991
Total	2,650,339	1,431,931
TOTAL ADDITIONS	4,222,454	1,631,346
DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:		
Benefits Paid to Participants	1,500,924	1,354,527
Transaction Charges	3,005	2,476
TOTAL DEDUCTIONS	1,503,929	1,357,003
NET INCREASE	2,718,525	274,343
NET ASSETS AVAILABLE FOR BENEFITS – Beginning of Year	13,810,696	13,536,353
NET ASSETS AVAILABLE FOR BENEFITS – End of Year	$16,529,221	$13,810,696

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

LAND O' FROST, INC.
401(k) RETIREMENT SAVINGS PLAN
PLAN NUMBER 005

NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2012 AND 2011

NOTE 1 - DESCRIPTION OF PLAN

The following description of Land O' Frost, Inc. 401(k) Retirement Savings Plan provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provision.

A. General

The Plan is a defined contribution plan, and was organized effective June 1, 1992 by Land O' Frost, Inc. (the Company). The Company encourages participation by matching a portion of the employees' contribution. It is subject to the provision of the Employee Retirement Income Security Act of 1974 (ERISA), and subsequent pension amendments.

All full time employees, age 18 or older, who have at least 6 months of eligible service, and are not a member of a collective bargaining unit are eligible to enroll in the Plan on the first day of the month following completion of the service requirement.

B. Contributions

Participants are allowed to make contributions up to 100% of compensation under the provision of Section 401(k) of the Internal Revenue Code. The Plan sponsor may also automatically enroll eligible participants in the Plan. Automatically enrolled participants will contribute at a rate of 6% of compensation. The participant may revoke the automatic enrollment. Company contributions are made at the discretion of the Board of Directors. The Plan specifies that the Plan sponsor match 50% of the first 5% of compensation contributed by the participant. The Plan sponsor may also make discretionary non-elective contributions. Discretionary non-elective contributions are allocated based on the ratio of the participant's eligible compensation to the total of all eligible compensation paid to all employees.

C. Participant Accounts

In 2012, each participant directs the investment of their account into any of the thirty-three investment options selected by the Plan trustees as follows:

The Oppenheimer Global Fund seeks capital appreciation. The fund invests mainly in common stocks of U.S. and foreign companies without limit in any country, including countries with developed or emerging markets. It currently emphasizes its investments in developed markets such as the United States, Western European countries, and Japan.

The Oppenheimer International Growth Fund A invests its assets primarily in growth companies that are domiciled or have their primary operations outside of the United States, including countries with developing or emerging markets.

The Lord Abbett Developing Growth A Fund seeks long-term growth of capital. The fund normally invests at least 65% of its net assets in equity securities of small companies.

NOTE 1 - DESCRIPTION OF PLAN CONTINUED

The Dreyfus S&P 500 Index Fund seeks to match the performance of the S&P 500 Composite Stock Price Index. The fund generally invests in all 500 stocks in the S&P 500 Index in proportion to their weighting in the index.

The Federated Mid-Cap Index Fund (SS) normally invests its assets primarily in common stocks included in the S&P 400.

The Goldman Sachs Short Duration Government A Fund normally invests at least 80% of its net assets plus any borrowings for investment purposes in securities issued or guaranteed by the U.S. government, its agencies, instrumentalities or sponsored enterprises and in repurchase agreements collateralized by such securities.

The Nuveen Small Cap Index A Fund seeks to provide investment results that correspond to the performance of the Russell 2000 Index. The fund generally invests at least 90% of its net assets, plus the amount of any borrowings for investment purposes, in common stocks also included in the Russell 2000 Index.

The BlackRock Global Allocation A Fund seeks to provide high total investment return. It may invest up to 35% of its total assets in junk bonds, corporate loans, and distressed securities.

The T. Rowe Price International Growth & Income Fund invests at least 65% of its total assets in the stock of large, dividend-paying, well-established companies that have favorable prospects for capital appreciation. It expects to invest substantially all of its assets outside the U.S. and to diversify broadly, primarily among the developed countries.

The Victory Established Value A Fund seeks long-term capital growth by investing primarily in common stocks. The fund generally invests at least 80% of its net assets in equity securities of companies with market capitalizations.

The PIMCO Total Return A Fund normally invests at least 65% of its total assets in a diversified portfolio of Fixed Income Instruments of varying maturities, which may be represented by forwards or derivatives such as options, futures contracts, or swap agreements.

The Invesco Van Kampen Comstock A Fund seeks capital growth and income. The fund normally invests at least 80% of its net assets (plus any borrowings for investment purposes) in common stocks at the time of investment.

The Oppenheimer Global A Fund seeks capital appreciation. The fund invests mainly in common stock of U.S. and foreign companies.

NOTE 1 - DESCRIPTION OF PLAN CONTINUED

The Oppenheimer Developing Markets A Fund seeks capital appreciation aggressively. The fund mainly invests in common stock of issuers in emerging and developing markets throughout the world and may invest up to 100% of total assets in foreign securities.

The Heartland Value Plus Fund seeks long-term capital appreciation and modest current income. The fund invests primarily in a concentrated number (generally 40 to 70) of small- capitalization equity securities selected on a value basis.

The PIMCO Real Return A Fund invests at least 80% of its net assets in inflation- indexed bonds of varying maturities issued by the U.S. and non-U.S. governments, their agencies or instrumentalities, and corporations, which may be represented by forwards or derivatives such as options, futures contracts, or swap agreements.

The PIMCO All Asset A Fund seeks maximum real return, consistent with preservation of real capital and prudent investment management. The fund normally invests all of its assets in Institutional Class or Class M shares of any funds of the Trust or PIMCO Equity Series, and affiliated open-end investment company, except other funds of funds.

The Nuveen Mid-Cap Growth Opportunities A Fund seeks capital appreciation. The fund invests at least 80% of net assets, plus the amount of any borrowings for investment purposes, in common stocks of mid-capitalization companies.

The Fidelity Advisor Strategic Income A Fund seeks a high level of current income; it may also seek capital appreciation. The fund invests primarily in debt securities, including lower-quality debt securities.

The Fidelity Money Market Trust Retirement Money Market Portfolio seeks to obtain as high a level of current income as is consistent with the preservation of capital and liquidity. The fund normally invests at least 25% of total assets in the financial services industries.

The Fidelity Advisor Freedom Income A Fund seeks high total return with a secondary objective of principal preservation. The fund invests in a combination of underlying Fidelity equity, fixed-income, and short-term funds using a moderate asset allocation strategy designed for investors already in retirement.

The Fidelity Advisor Freedom 2005 A Fund seeks high total return with a secondary objective of principal preservation as the fund reaches its target date and beyond designed for investors expected to have retired around the year 2005.

The Fidelity Advisor Freedom 2010 A Fund seeks high total return with a secondary objective of principal preservation as the fund reaches its target date and beyond designed for investors expected to have retired around the year 2010.

NOTE 1 - DESCRIPTION OF PLAN CONTINUED

The Fidelity Advisor Freedom 2015 A Fund seeks high total return with a secondary objective of principal preservation as the fund reaches its target date and beyond designed for investors expecting to retire around the year 2015.

The Fidelity Advisor Freedom 2020 A Fund seeks high total return with a secondary objective of principal preservation as the fund reaches its target date and beyond designed for investors expecting to retire around the year 2020.

The Fidelity Advisor Freedom 2025 A Fund seeks high total return with a secondary objective of principal preservation as the fund reaches its target date and beyond designed for investors expecting to retire around the year 2025.

The Fidelity Advisor Freedom 2030 A Fund seeks high total return with a secondary objective of principal preservation as the fund reaches its target date and beyond designed for investors expecting to retire around the year 2030.

The Fidelity Advisor Freedom 2035 A Fund seeks high total return with a secondary objective of principal preservation as the fund reaches its target date and beyond designed for investors expecting to retire around the year 2035.

The Fidelity Advisor Freedom 2040 A Fund seeks high total return with a secondary objective of principal preservation as the fund reaches its target date and beyond designed for investors expecting to retire around the year 2040.

The Fidelity Advisor Freedom 2045 A Fund seeks high total return with a secondary objective of principal preservation as the fund reaches its target date and beyond designed for investors expecting to retire around the year 2045.

The Fidelity Advisor Freedom 2050 A Fund seeks high total return with a secondary objective of principal preservation as the fund reaches its target date and beyond designed for investors expecting to retire around the year 2050.

The Fidelity Advisor Freedom 2055 A Fund seeks high total return with a secondary objective of principal preservation as the fund reaches its target date and beyond designed for investors expecting to retire around the year 2055.

The Fidelity Advisor New Insights A Fund seeks capital appreciation. The fund invests primarily in common stocks. It invests in domestic and foreign issuers. The fund invests in securities of companies whose value the adviser believes is not fully recognized by the public.

NOTE 1 - DESCRIPTION OF PLAN CONTINUED

D. Withdrawals
Withdrawals of funds from the Plan for financial hardships at times other than retirement, death, or other termination of employment are permitted. Participants are allowed to withdraw only amounts necessary to satisfy the serious financial hardship. Participants may withdraw any amount, up to 100%, of the value of their rollover contribution and salary deferral contributions. Participants are also allowed to begin in-service withdrawals of their contributions and earnings on those contributions at age 59 ½.

E. Vesting
Participants are immediately vested in their voluntary contributions including earnings thereon. Vesting in employer contributions and related earnings is based on the following schedule:

Years of Service	Percentage
Less than 2 Years	0%
2 Years	20%
3 Years	40%
4 Years	60%
5 Years	80%
6 Years	100%

F. Notes Receivable from Participants
Participants are allowed to borrow against their vested interest up to 50% of their entire vested interest. The loan cannot be for less than $1,000 and not to exceed $50,000. Repayments are made through payroll deductions.

G. Payment of Benefits
Benefit payments are made in the form of lump sum distributions.

H. Forfeitures
Forfeitures of non-vested benefits of terminated employees are used to reduce Company contributions and administrative expenses. Plan forfeitures for the years ended December 31, 2012 and 2011 were $0 and $5,661, respectively.

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

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

A. Basis of Accounting
The accompanying financial statements are prepared on the accrual basis of accounting.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES CONTINUED

B. Use of Estimates in Preparation of Financial Statements

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

C. Tax Status

The Trust established under the Plan to hold the Plan's assets is qualified pursuant to the appropriate section of the Internal Revenue Code, and, accordingly, the Trust's net investment income is exempt from income taxes. The Plan was established under the provisions of a prototype plan developed by Fidelity Management & Research Co. Fidelity Management & Research Co. has obtained a favorable tax determination letter from the Internal Revenue Service dated March 31, 2008. The Plan sponsor believes that the Plan continues to qualify and to operate as designed.

D. Administrative Expenses

A quarterly fee based on a percentage of each account balance invested in Diversified Mutual Funds and Fidelity Management & Research Co. on the last day of each Plan quarter will be withdrawn the following month for administrative expenses. Most administrative expenses are being paid by the Plan's sponsor.

E. Notes Receivable from Participants

In September 2010, the FASB issued ASU 2010-25, *Reporting Loans to Participants by Defined Contribution Pension Plans,* ("ASU 2010-25"). ASU 2010-25 requires participant loans to be measured at their unpaid principal balance plus any accrued but unpaid interest and classified as notes receivable from participants.

Notes receivable from participants represent participant loans that are recorded at their unpaid principal balance plus any accrued but unpaid interest. Interest income on notes receivable from participants is recorded when it is earned. Related fees are recorded as administrative expenses and are expensed when they are incurred. No allowance for credit losses has been recorded as of December 31, 2012 and 2011. If a participant ceases to make loan payments, the Plan administrator will deem the participant loan to be a distribution in accordance with applicable legal requirements, and the participant's account balance will be reduced at the earliest permitted date. The plan has loans receivable from participants as of December 31, 2012 and 2011 of $560,823 and $584,170, respectively.

NOTE 3 - FAIR VALUE MEASUREMENTS

At the beginning of the plan year ended December 31, 2009, the Plan implemented accounting principles for fair value measurements. The standards establish a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy under the standards are described below:

Basis of Fair Value Measurement

- Level 1: Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities;
- Level 2: Quoted prices in markets that are not considered to be active or financial instruments for which all significant inputs are observable, either directly or indirectly;
- Level 3: Prices or valuations that require inputs that are both significant to the fair value measurement and unobservable.

A financial instruments level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement.

The following tables present by level, within the fair value hierarchy, the Plan investment assets at fair value, as of December 31, 2012 and 2011. As required by generally accepted accounting principles, investment assets are classified in their entirety based upon the lowest level of input that is significant to the fair value measurement.

Total Plan investment assets at fair value classified within Level 2 were $0 and $0 as of December 31, 2012 and 2011, respectively, which consists of the Plan's investments in Collective Trust.

Description	December 31, 2012	Level 1	Level 2	Level 3
Mutual Funds:				
Blend	$14,650,584	$14,650,584	$ 00	$ 00
Growth	487,878	487,878	00	00
Value	348,554	348,554	00	00
Fixed Income	481,382	481,382	00	00
Total Mutual Funds	$15,968,398	$15,968,398	$ 00	$ 00

Description	December 31, 2011	Level 1	Level 2	Level 3
Mutual Funds:				
Blend	$12,701,450	$12,701,450	$ 00	$ 00
Growth	177,950	177,950	00	00
Value	177,767	177,767	00	00
Fixed Income	163,335	163,335	00	00
Total Mutual Funds	$13,220,502	$13,220,502	$ 00	$ 00

NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2012 AND 2011

NOTE 4 - INVESTMENTS AT FAIR VALUE

The Plan's investments were administered by Fidelity Investments January 1, 2012 through December 31, 2012. The following table presents the fair values of investments as determined by quoted market prices that represent 5% or more of the Plan's net assets at December 31, 2012 and 2011:

Mutual Funds	2012	2011
Fidelity Advisor Freedom 2015 A	$ 3,310,848	$ 3,375,635
Fidelity Advisor Freedom 2020 A	3,248,578	2,906,704
Fidelity Advisor Freedom 2025 A	2,583,513	2,119,581
Fidelity Advisor Freedom 2030 A	1,235,230	991,424
Fidelity Advisor Freedom 2035 A	1,253,405	1,019,675
Other	4,336,824	2,807,483
Total Investments at Fair Value	$15,968,398	$13,220,502

During the years ended December 31, 2012 and 2011, the Plan's investments appreciated/(depreciated) in value by $1,046,986 and $(214,772), respectively as follows:

Investment Funds	2012	2011
American Funds Growth Fund of Amer R3	$ 00	$ (24,063)
American Century Equity Income	00	(2,565)
Columbia Small Cap Value II Z	00	(22,098)
Davis NY Venture A	00	(18,050)
Loomis Sayles Small Cap Growth Retail	00	11,856
Munder Mid-Cap Core Growth A	00	6,194
Oppenheimer Global A	00	(20,849)
PIMCO All Asset All Authority A	00	(142)
Russell LifePoints 2010 Strategy R3	00	1,665
Russell LifePoints 2015 Strategy R3	00	(1,616)
Russell LifePoints 2020 Strategy R3	00	(14,643)
Russell LifePoints 2025 Strategy R3	00	(2,020)
Russell LifePoints 2030 Strategy R3	00	(25,210)
Russell LifePoints 2035 Strategy R3	00	(524)
Russell LifePoints 2040 Strategy R3	00	(25,892)
Russell LifePoints 2045 Strategy R3	00	(1,123)
Russell In Retirement R3	00	(2,700)
T. Rowe Price Spectrum Income	00	(2,690)
Transamerica Balanced	00	2,830
Transamerica Diversified Equity	00	(31,545)
Transamerica Partners Core Bond	00	4,973
Transamerica Partners Mid Value	00	(10,932)
Thornburg International Value R5	00	(45,797)
Stable Pooled Fund	00	62,360
Lord Abbett Developing Growth A	(2,412)	338

NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2012 AND 2011

NOTE 4 - INVESTMENTS AT FAIR VALUE CONTINUED

Investment Funds	2012	2011
Dreyfus S&P 500 Index	$ 9,247	$ 88
Federated Mid-Cap Index	3,906	97
Oppenheimer International Growth A	1,192	00
Goldman Sachs Short Duration Government A	(170)	00
Nuveen Small Cap Index A	1,581	296
BlackRock Global Allocation A	3,171	54
T. Rowe Price International Growth & Income	845	50
Victory Established Value A	8,527	851
PIMCO Total Return A	5,443	(61)
Invesco Van Kampen Comstock	5,445	264
Oppenheimer Global A	2,268	577
Oppenheimer Developing Markets A	25,063	1,940
Heartland Value Plus	6,414	1,389
PIMCO Real Return A	3,135	(38)
PIMCO All Asset A	2,731	(208)
Nuveen Mid-Cap Growth Opportunities A	376	253
Fidelity Advisor Strategic Income A	3,963	(24)
Fidelity Advisor Freedom 2010 A	26,790	(4,683)
Fidelity Advisor Freedom 2020 A	215,111	(18,325)
Fidelity Advisor Freedom 2030 A	98,408	(2,618)
Fidelity Advisor Freedom 2040 A	58,102	383
Fidelity Advisor Freedom Inc A	236	00
Fidelity Advisor New Insights A	4,178	104
Fidelity Advisor Freedom 2005 A	11,647	(2,089)
Fidelity Advisor Freedom 2015 A	193,349	(23,764)
Fidelity Advisor Freedom 2025 A	206,953	(7,677)
Fidelity Advisor Freedom 2035 A	112,469	1,716
Fidelity Advisor Freedom 2045 A	35,266	592
Fidelity Advisor Freedom 2050 A	3,630	94
Fidelity Advisor Freedom 2055 A	122	00
Total Net Appreciation in Fair Value of Investments	$1,046,986	$(214,772)

NOTE 5 - PARTY-IN-INTEREST TRANSACTIONS

For January 1, 2011 through November 30, 2011 the Plan's investment contracts in the guaranteed accounts managed by Diversified Investment Advisors, Inc. (Diversified), are held and invested by Diversified and State Street Bank & Trust Company as custodian. Diversified Investment Advisors, Inc. performs administrative and recordkeeping services for the Plan, and therefore, these transactions qualify as party-in-interest. Direct administrative fees paid to Diversified Investment Advisors, Inc. for the years ended December 31, 2012 and 2011 were $0 and $2,475, respectively.

NOTE 5 - PARTY-IN-INTEREST TRANSACTIONS CONTINUED

For the year ended December 31, 2012 and December 1, 2011 through December 31, 2011 the Plan's investment contracts in the guaranteed accounts managed by Fidelity Investments (Fidelity), and were held and invested by Fidelity Management Trust Company as custodian. Fidelity Investments performs administrative and recordkeeping services for the Plan, and therefore, these transactions qualify as party-in-interest. Direct administrative fees paid to Fidelity Investments for the years ended December 31, 2012 and 2011 were $3,931 and $0, respectively.

LPL Financial Corp. provides investment advisory services to the Plan and therefore qualifies as a party-in-interest. Indirect administrative fees paid to LPL Financial Corp. for the periods ended December 31, 2012 and 2011 were $0 and $22,408, respectively.

Certain employees of the Company provide administrative and trustee services to the Plan. These employees are not paid by the Plan for their services. Certain other administrative expenses are paid by the Company on behalf of the Plan.

Swartz, Retson & Co., P.C., by virtue of its role as auditor of the Plan's financial statements, qualifies as a party-in-interest.

Notes Receivable from participants qualify as party-in-interest loans. Notes Receivable from participants had a balance of $560,823 and $584,170 for the years ended December 31, 2012 and 2011, respectively.

NOTE 6 - RISKS AND UNCERTAINTIES

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

NOTE 7 - SUBSEQUENT EVENTS

Subsequent events have been evaluated through October 7, 2013, the date the financial statements were available for issuance.

SUPPLEMENTAL SCHEDULES

LAND O' FROST, INC.
401(k) RETIREMENT SAVINGS PLAN
PLAN NUMBER 005

SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES
FEIN: 36-2265880
PLAN NUMBER 005
DECEMBER 31, 2012

			(c)		
(a)	(b) Identity of Issue Borrower, Lessor, or Similar Party	Description of Investment	Par or Maturity Date	Interest Rate	Maturity Value
	Mutual Funds				
	Lord Abbett	Lord Abbett Developing Growth A	n/a	n/a	n/a
	Dreyfus	Dreyfus S&P 500 Index	n/a	n/a	n/a
	Federated	Federated Mid-Cap Index (SS)	n/a	n/a	n/a
	Oppenheimer Funds	Oppenheimer International Growth A	n/a	n/a	n/a
	Goldman Sachs	Goldman Sachs Short Duration Government A	n/a	n/a	n/a
	Nuveen	Nuveen Small Cap Index A	n/a	n/a	n/a
	BlackRock	BlackRock Global Allocation A	n/a	n/a	n/a
	T. Rowe Price	T. Rowe Price International Growth & Income	n/a	n/a	n/a
	Victory	Victory Established Value A	n/a	n/a	n/a
	PIMCO	PIMCO Total Return A	n/a	n/a	n/a
	Invesco Van Kampen	Invesco Van Kampen Comstock A	n/a	n/a	n/a
	Oppenheimer Funds	Oppenheimer Global A	n/a	n/a	n/a
	Oppenheimer Funds	Oppenheimer Developing Markets A	n/a	n/a	n/a
	Heartland	Heartland Value Plus	n/a	n/a	n/a
	PIMCO	PIMCO Real Return A	n/a	n/a	n/a
	PIMCO	PIMCO All Asset A	n/a	n/a	n/a
	Nuveen	Nuveen Mid-Cap Growth Opportunities A	n/a	n/a	n/a
*	Fidelity	Fidelity Advisor Strategic Income A	n/a	n/a	n/a
*	Fidelity	Fidelity Retirement Money Market	n/a	n/a	n/a
*	Fidelity	Fidelity Advisor Freedom 2005 A	n/a	n/a	n/a
*	Fidelity	Fidelity Advisor Freedom 2010 A	n/a	n/a	n/a
*	Fidelity	Fidelity Advisor Freedom 2015 A	n/a	n/a	n/a
*	Fidelity	Fidelity Advisor Freedom 2020 A	n/a	n/a	n/a
*	Fidelity	Fidelity Advisor Freedom 2025 A	n/a	n/a	n/a
*	Fidelity	Fidelity Advisor Freedom 2030 A	n/a	n/a	n/a
*	Fidelity	Fidelity Advisor Freedom 2035 A	n/a	n/a	n/a
*	Fidelity	Fidelity Advisor Freedom 2040 A	n/a	n/a	n/a
*	Fidelity	Fidelity Advisor Freedom 2045 A	n/a	n/a	n/a
*	Fidelity	Fidelity Advisor Freedom 2050 A	n/a	n/a	n/a
*	Fidelity	Fidelity Advisor Freedom 2055 A	n/a	n/a	n/a
*	Fidelity	Fidelity Advisor Freedom Inc A	n/a	n/a	n/a
*	Fidelity	Fidelity Advisor New Insights A	n/a	n/a	n/a
	Total Mutual Funds				
	Participants				
*	Participant Loans	various	n/a	4.25%-9.25%	n/a

TOTALS

**Indicates Party-in-Interest to the Plan*

LAND O' FROST, INC.
401(k) RETIREMENT SAVINGS PLAN
PLAN NUMBER 005

SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES
FEIN: 36-2265880
PLAN NUMBER 005
DECEMBER 31, 2012

continued...

	(b) Identity of Issue Borrower, (a) Lessor, or Similar Party	Description of Investment	(e) Current Value
	Mutual Funds		
	Lord Abbett	Lord Abbett Developing Growth A	$ 106,486
	Dreyfus	Dreyfus S&P 500 Index	210,712
	Federated	Federated Mid-Cap Index (SS)	68,859
	Oppenheimer Funds	Oppenheimer International Growth A	29,606
	Goldman Sachs	Goldman Sachs Short Duration Government A	60,088
	Nuveen	Nuveen Small Cap Index A	21,766
	BlackRock	BlackRock Global Allocation A	66,160
	T. Rowe Price	T. Rowe Price International Growth & Income	13,555
	Victory	Victory Established Value A	140,734
	PIMCO	PIMCO Total Return A	273,237
	Invesco Van Kampen	Invesco Van Kampen Comstock A	62,659
	Oppenheimer Funds	Oppenheimer Global A	20,537
	Oppenheimer Funds	Oppenheimer Developing Markets A	185,634
	Heartland	Heartland Value Plus	131,606
	PIMCO	PIMCO Real Return A	148,057
	PIMCO	PIMCO All Asset A	81,620
	Nuveen	Nuveen Mid-Cap Growth Opportunities A	75,964
*	Fidelity	Fidelity Advisor Strategic Income A	119,114
*	Fidelity	Fidelity Retirement Money Market	512,734
*	Fidelity	Fidelity Advisor Freedom 2005 A	217,743
*	Fidelity	Fidelity Advisor Freedom 2010 A	463,927
*	Fidelity	Fidelity Advisor Freedom 2015 A	3,310,847
*	Fidelity	Fidelity Advisor Freedom 2020 A	3,248,577
*	Fidelity	Fidelity Advisor Freedom 2025 A	2,583,513
*	Fidelity	Fidelity Advisor Freedom 2030 A	1,235,230
*	Fidelity	Fidelity Advisor Freedom 2035 A	1,253,405
*	Fidelity	Fidelity Advisor Freedom 2040 A	652,041
*	Fidelity	Fidelity Advisor Freedom 2045 A	461,335
*	Fidelity	Fidelity Advisor Freedom 2050 A	111,383
*	Fidelity	Fidelity Advisor Freedom 2055 A	6,139
*	Fidelity	Fidelity Advisor Freedom Inc A	31,618
*	Fidelity	Fidelity Advisor New Insights A	63,512
	Total Mutual Funds		15,968,398
	Participants		
*	Participant Loans		(560,823)
	TOTALS		$15,407,575

**Indicates Party-in-Interest to the Plan*

LAND O' FROST, INC.
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	(b)		(c)		
(a)	Identity of Issue Borrower, Lessor, or Similar Party	Description of Investment	Par or Maturity Date	Interest Rate	Maturity Value
	Mutual Funds				
	Lord Abbett	Lord Abbett Developing Growth A	n/a	n/a	n/a
	Dreyfus	Dreyfus S&P 500 Index	n/a	n/a	n/a
	Federated	Federated Mid-Cap Index	n/a	n/a	n/a
	Goldman Sachs	Goldman Sachs Short Duration Government A	n/a	n/a	n/a
	Nuveen	Nuveen Small Cap Index A	n/a	n/a	n/a
	BlackRock	BlackRock Global Allocation A	n/a	n/a	n/a
	T. Rowe Price	T. Rowe Price International Growth & Income	n/a	n/a	n/a
	Victory	Victory Established Value A	n/a	n/a	n/a
	PIMCO	PIMCO Total Return A	n/a	n/a	n/a
	Invesco Van Kampen	Invesco Van Kampen Comstock	n/a	n/a	n/a
	Oppenheimer Funds	Oppenheimer Global A	n/a	n/a	n/a
	Oppenheimer Funds	Oppenheimer Developing Markets A	n/a	n/a	n/a
	Heartland	Heartland Value Plus	n/a	n/a	n/a
	PIMCO	PIMCO Real Return A	n/a	n/a	n/a
	PIMCO	PIMCO All Asset A	n/a	n/a	n/a
	Nuveen	Nuveen Mid-Cap Growth Opportunities A	n/a	n/a	n/a
*	Fidelity	Fidelity Advisor Strategic Income A	n/a	n/a	n/a
*	Fidelity	Fidelity Retirement Money Market	n/a	n/a	n/a
*	Fidelity	Fidelity Advisor Freedom 2005 A	n/a	n/a	n/a
*	Fidelity	Fidelity Advisor Freedom 2010 A	n/a	n/a	n/a
*	Fidelity	Fidelity Advisor Freedom 2015 A	n/a	n/a	n/a
*	Fidelity	Fidelity Advisor Freedom 2020 A	n/a	n/a	n/a
*	Fidelity	Fidelity Advisor Freedom 2025 A	n/a	n/a	n/a
*	Fidelity	Fidelity Advisor Freedom 2030 A	n/a	n/a	n/a
*	Fidelity	Fidelity Advisor Freedom 2035 A	n/a	n/a	n/a
*	Fidelity	Fidelity Advisor Freedom 2040 A	n/a	n/a	n/a
*	Fidelity	Fidelity Advisor Freedom 2045 A	n/a	n/a	n/a
*	Fidelity	Fidelity Advisor Freedom 2050 A	n/a	n/a	n/a
*	Fidelity	Fidelity Advisor New Insights A	n/a	n/a	n/a
	Total Mutual Funds				
	Participants				
*	Participant Loans	various		4.25% to 9.25%	various

TOTALS

**Indicates Party-in-Interest to the Plan*

LAND O' FROST, INC.
401(k) RETIREMENT SAVINGS PLAN
PLAN NUMBER 005

SCHEDULE H, LINE 4i – SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES
FEIN: 36-2265880
PLAN NUMBER 005
DECEMBER 31, 2011

continued...

	(a)	(b) Identity of Issue Borrower, Lessor, or Similar Party	Description of Investment	(e) Current Value
		Mutual Funds		
		Lord Abbett	Lord Abbett Developing Growth A	$ 29,510
		Dreyfus	Dreyfus S&P 500 Index	7,604
		Federated	Federated Mid-Cap Index	2,858
		Goldman Sachs	Goldman Sachs Short Duration Government A	30,137
		Nuveen	Nuveen Small Cap Index A	9,405
		BlackRock	BlackRock Global Allocation A	18,351
		T. Rowe Price	T. Rowe Price International Growth & Income	6,572
		Victory	Victory Established Value A	81,775
		PIMCO	PIMCO Total Return A	124,012
		Invesco Van Kampen	Invesco Van Kampen Comstock	8,020
		Oppenheimer Funds	Oppenheimer Global A	19,956
		Oppenheimer Funds	Oppenheimer Developing Markets A	87,649
		Heartland	Heartland Value Plus	81,400
		PIMCO	PIMCO Real Return A	9,189
		PIMCO	PIMCO All Asset A	7,198
		Nuveen	Nuveen Mid-Cap Growth Opportunities A	31,723
*		Fidelity	Fidelity Advisor Strategic Income A	22,771
*		Fidelity	Fidelity Retirement Money Market	488,861
*		Fidelity	Fidelity Advisor Freedom 2005 A	257,502
*		Fidelity	Fidelity Advisor Freedom 2010 A	593,521
*		Fidelity	Fidelity Advisor Freedom 2015 A	3,375,635
*		Fidelity	Fidelity Advisor Freedom 2020 A	2,906,704
*		Fidelity	Fidelity Advisor Freedom 2025 A	2,119,581
*		Fidelity	Fidelity Advisor Freedom 2030 A	991,424
*		Fidelity	Fidelity Advisor Freedom 2035 A	1,019,675
*		Fidelity	Fidelity Advisor Freedom 2040 A	533,654
*		Fidelity	Fidelity Advisor Freedom 2045 A	312,574
*		Fidelity	Fidelity Advisor Freedom 2050 A	34,132
*		Fidelity	Fidelity Advisor New Insights A	9,112
		Total Mutual Funds		13,220,505
		Participants		
*		Participant Loans		(584,170)
		TOTALS		$12,636,335

**Indicates Party-in-Interest to the Plan*