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;
- [X] 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
SUNFLOWER LANDSCAPING AND MAINTENANCE, INC. EMPLOYEE STOCK OWNERSHIP PLAN

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 01/01/2005

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

SUNFLOWER LANDSCAPING AND MAINTENANCE, INC.

15200 STATE ROAD 7
DELRAY BEACH, FL 33446

2b Employer Identification Number (EIN)
65-0703584

2c Sponsor's telephone number
561-498-7145

2d Business code (see instructions)
111400

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.	05/08/2014	WILLIAM FASH
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

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

Preparer's telephone number (optional)

3a Plan administrator's name and address [X] Same as Plan Sponsor Name [ ] Same as Plan Sponsor Address	**3b** Administrator's EIN	
	3c Administrator's telephone number	
4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report:	**4b** EIN	
a Sponsor's name	**4c** PN	
5 Total number of participants at the beginning of the plan year	**5**	116
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**	93
b Retired or separated participants receiving benefits	**6b**	
c Other retired or separated participants entitled to future benefits	**6c**	27
d Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	120
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	**6e**	
f Total. Add lines **6d** and **6e**	**6f**	120
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	119
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	4
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:
2P 2Q

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

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

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

a Pension Schedules

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

b General Schedules

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

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
SUNFLOWER LANDSCAPING AND MAINTENANCE, INC. EMPLOYEE STOCK OWNERSHIP PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
SUNFLOWER LANDSCAPING AND MAINTENANCE, INC.

D Employer Identification Number (EIN)
65-0703584

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	99700	288914
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)		
(2) Participant contributions	1b(2)		
(3) Other	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)		
(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)		
(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)	1578420	5121540
(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	1678120	5410454
Liabilities			
g Benefit claims payable	1g		
h Operating payables	1h		
i Acquisition indebtedness	1i	3283070	2376479
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through1j)	1k	3283070	2376479
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	-1604950	3033975

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)	848784	
(B) Participants	2a(1)(B)		
(C) Others (including rollovers)	2a(1)(C)		
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		848784
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)		
(F) Other	2b(1)(F)		
(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		0
(2) Dividends: **(A)** Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)	299550	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)		
(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		299550
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		0
(5) Unrealized appreciation (depreciation) of assets: **(A)** Real estate	2b(5)(A)		
(B) Other	2b(5)(B)	3543120	
(C) Total unrealized appreciation of assets. Add lines **2b(5)(A)** and **(B)**	2b(5)(C)		3543120

		(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)		
c Other income	2c		
d Total income. Add all **income** amounts in column (b) and enter total	2d		4691454
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)		
(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)		0
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		52529
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)		
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		0
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		52529
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		4638925
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: PLANT & MORAN, PPLC **(2)** EIN: 38-1357951

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		1000000
f	Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f		X	
g	Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	4g		X	
h	Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	4h		X	
i	Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	4i	X		
j	Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	4j		X	
k	Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4k		X	
l	Has the plan failed to provide any benefit when due under the plan?	4l		X	
m	If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m		X	
n	If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	4n			

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

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

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

Part V Trust Information (optional)

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

SCHEDULE R (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Retirement Plan Information

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

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

OMB No. 1210-0110

2012

This Form is Open to Public Inspection.

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

A Name of plan
SUNFLOWER LANDSCAPING AND MAINTENANCE, INC. EMPLOYEE STOCK OWNERSHIP PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
SUNFLOWER LANDSCAPING AND MAINTENANCE, INC.

D Employer Identification Number (EIN)
65-0703584

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): 56-2505788

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):

Sunflower Landscaping and Maintenance, Inc.
Employee Stock Ownership Plan

Financial Report

December 31, 2012

Sunflower Landscaping and Maintenance, Inc.
Employee Stock Ownership Plan

Contents

Report Letter	1-2
Statement of Net Assets (Accumulated Deficit)	3
Statement of Changes in Net Assets (Accumulated Deficit)	4
Notes to Financial Statements	5-11
Schedule of Assets Held at End of Year	Schedule 1

plante moran

Plante & Moran, PLLC
Suite 300
600 E. Front St.
Traverse City, MI 49686
Tel: 231.947.7800
Fax: 231.947.0348
plantemoran.com

Independent Auditor's Report

To the Plan Administrator
Sunflower Landscaping and Maintenance, Inc.
Employee Stock Ownership Plan

We have audited the accompanying statement of net assets (accumulated deficit) of Sunflower Landscaping and Maintenance, Inc. Employee Stock Ownership Plan (the "Plan") as of December 31, 2012 and 2011 and the related statement of changes in net assets (accumulated deficit) for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on 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 from 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 entity'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 entity'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.

Praxity MEMBER GLOBAL ALLIANCE OF INDEPENDENT FIRMS

To the Plan Administrator
Sunflower Landscaping and Maintenance, Inc.
Employee Stock Ownership Plan

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets (accumulated deficit) of the Plan as of December 31, 2012 and 2011 and the changes in net assets (accumulated deficit) for the years then ended, in accordance with accounting principles generally accepted in the United States of America.

Emphasis of Matter

As explained in Note 3, the financial statements include investments valued at approximately $5,121,540 at December 31, 2012 and $1,578,420 at December 31, 2011, whose fair values have been estimated by management in the absence of readily determinable market values. Management's estimates are based on information provided by independent consultants. Our opinion is not modified with respect to this matter.

Report on Supplemental Information

Our audits were conducted for the purpose of forming an opinion on the financial statements as a whole. The supplemental schedule of assets held at end of year as of December 31, 2012 is presented for the purpose of additional analysis and is not a required part of the financial statements but is 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.

Plante & Moran, PLLC

Traverse City, Michigan
April 8, 2014

Sunflower Landscaping and Maintenance, Inc. Employee Stock Ownership Plan

Statement of Net Assets (Accumulated Deficit)

	December 31, 2012			December 31, 2011		
	Allocated	Unallocated	Total	Allocated	Unallocated	Total
Assets						
Investment in Sunflower Landscaping and Maintenance, Inc. common stock (489,159 shares allocated and 176,841 shares unallocated at December 31, 2012; 420,685 shares allocated and 245,315 shares unallocated at December 31, 2011)	$ 3,761,635	$ 1,359,905	$ 5,121,540	$ 997,023	$ 581,397	$ 1,578,420
Cash	288,914	-	288,914	99,700	-	99,700
Total assets	4,050,549	1,359,905	5,410,454	1,096,723	581,397	1,678,120
Liabilities - Loan payable	-	2,376,479	2,376,479	-	3,283,070	3,283,070
Net Assets (Accumulated Deficit)	**$ 4,050,549**	**$ (1,016,574)**	**$ 3,033,975**	**$ 1,096,723**	**$ (2,701,673)**	**$ (1,604,950)**

See Notes to Financial Statements.

Sunflower Landscaping and Maintenance, Inc. Employee Stock Ownership Plan

Statement of Changes in Net Assets (Accumulated Deficit)

	Year Ended					
	December 31, 2012			December 31, 2011		
	Allocated	Unallocated	Total	Allocated	Unallocated	Total
Additions to Net Assets						
Contributions	$ -	$ 848,784	$ 848,784	$ -	$ 489,120	$ 489,120
Dividends	189,214	110,336	299,550	113,618	86,082	199,700
Investment gain - Net appreciation in fair value of Sunflower Landscaping and Maintenance, Inc. common stock	2,602,327	940,793	3,543,120	105,171	61,329	166,500
Allocation of 68,475 shares and 41,770 shares of Sunflower Landscaping and Maintenance, Inc. common stock for 2012 and 2011, respectively	162,285	-	162,285	88,552	-	88,552
Total additions	2,953,826	1,899,913	4,853,739	307,341	636,531	943,872
Deductions from Net Assets						
Interest expense	-	52,529	52,529	-	60,980	60,980
Allocation of dividend on allocated shares of common stock for debt service requirements	-	-	-	13,918	(13,918)	-
Allocation of 68,475 shares and 41,770 shares of Sunflower Landscaping and Maintenance, Inc. common stock for 2012 and 2011, respectively	-	162,285	162,285	-	88,552	88,552
Total deductions	-	214,814	214,814	13,918	135,614	149,532
Net Increase	2,953,826	1,685,099	4,638,925	293,423	500,917	794,340
Net Assets (Accumulated Deficit)						
Beginning of year	1,096,723	(2,701,673)	(1,604,950)	803,300	(3,202,590)	(2,399,290)
End of year	**$ 4,050,549**	**$ (1,016,574)**	**$ 3,033,975**	**$ 1,096,723**	**$ (2,701,673)**	**$ (1,604,950)**

See Notes to Financial Statements.

Note 1 - Plan Description

The following description of Sunflower Landscaping and Maintenance, Inc. Employee Stock Ownership Plan (the "Plan") provides only general information. Participants should refer to the plan agreement for a more complete description of the Plan's provisions.

General - Effective January 1, 2005, Sunflower Landscaping and Maintenance, Inc. (the "Company") established the Plan. The Plan is a stock bonus plan under Section 401(a) of the Internal Revenue Code (IRC) and is designed to be an employee stock ownership plan under Section 4975(e)(7) of the IRC. The Plan is a noncontributory, leveraged, defined contribution plan covering substantially all employees of the Company who have completed at least one year of service. It is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

The Plan purchased the Company's common shares of stock from existing stockholders using funds borrowed from the Company and holds the stock in a trust established under the Plan (see Notes 4 and 6). As the Plan makes each payment of principal, an appropriate percentage of stock will be allocated to eligible employees' accounts in accordance with applicable regulations under the Internal Revenue Code. The loan is collateralized by the unallocated shares of stock and is guaranteed by the Company. Accordingly, the accompanying financial statements present separately the net assets and changes therein pertaining to the accounts of employees with vested and nonvested rights in allocated stock and stock not yet allocated to employees (unallocated).

Contributions - Contributions to the Plan are at the discretion of the Company's board of directors provided that such contributions, when aggregated with the Plan's dividends, shall be sufficient to cover principal and interest on the securities acquisition loan.

Vesting - Vesting in each participant's account is based on years of credited service. A participant is 100 percent vested after five years of credited service.

Benefit Payments - Upon normal retirement or disability, the participant or, in the case of death, the designated beneficiary will receive the participant's account balance in equal annual installments over a period of not more than five years or, in certain cases, not longer than 10 years. If the value of the participant's account exceeds $800,000, the term for payment is five years plus an additional year (not to exceed five additional years) for each $160,000 that the account is in excess of $800,000. Distributions are made in cash, Company stock, or both.

Note 1 - Plan Description (Continued)

Upon termination of employment for reasons other than normal retirement, disability, or death, distribution of the participant's account will be made on the occurrence of an event which would result in the distribution had the terminated participant remained employed (normal retirement, disability, or death). However, at the election of the terminated participant, distribution of the participant's vested account balance shall commence no later than the fifth plan year following the year in which termination of employment occurs. At December 31, 2012 and 2011, the Plan includes investments allocated to participants who have terminated and are 100 percent vested of $420,494 and $111,465, respectively. These amounts will be due to participants based on the normal benefit payment schedule beginning in the year ending December 31, 2014.

Participant Accounts - The Plan is a defined contribution plan under which a separate individual account is established for each participant. Each participant's account is credited as of the last day of each plan year with an allocation of shares of the Company's common stock released from the allocated account and released forfeitures of terminated participants' nonvested accounts. Only those participants who are eligible employees of the Company as of the last day of the plan year will receive an allocation. Allocations of employer contributed stock are based on a participant's eligible compensation, relative to total eligible compensation. Allocations of stock and cash dividends are allocated to participants based on the ratio of shares held in the participant's individual account to the total number of shares allocated as of the date of the dividend. The benefit to which a participant is entitled is the benefit that can be provided from the participant's account.

At December 31, 2012 and 2011, the suspended forfeiture balance totaled 48,426 shares and 68,940 shares, respectively. Forfeitures are kept in the suspended forfeiture balance for five years after employee termination and remain unallocated for that time in case the terminated employee returns to work within that five years and becomes reinstated in the Plan.

Voting Company Stock - Each participant is entitled to exercise, in certain matters, voting rights attributable to the shares allocated to his or her account and is notified by the trustee prior to the time that such rights are to be exercised.

Termination - The Company reserves the right to terminate the Plan at any time, subject to the Plan provisions. Upon such termination of the Plan, the interest of each participant in the trust fund will be distributed to such participant or his or her beneficiary at the time prescribed by the plan terms and the IRC. Upon termination of the Plan, the Employee Benefits Administration Committee should direct the trustee to pay all liabilities and expenses of the trust fund and to sell shares of financed common stock held in the loan suspense account to the extent it determines such sale to be necessary in order to repay the loan.

Note 1 - Plan Description (Continued)

Party-in-interest Transactions - Certain administrative costs of the Plan are being absorbed by the Company. The Company paid expenses of approximately $53,000 and $30,000 in the years ended December 31, 2012 and 2011, respectively.

Diversification - Participants who have attained the age of 55 and have completed at least 10 years of participation in the Plan are eligible to receive as a distribution, in cash, 25 percent of the value of their accounts, less any prior diversification distributions, for a five-year period. In the sixth plan year, the participant will have the right to receive, in cash, 50 percent of the value of his or her account, less any prior diversification distributions.

Note 2 - Summary of Significant Accounting Policies

Investment Valuation - The common shares of Sunflower Landscaping and Maintenance, Inc. are valued at fair value as determined by an independent appraisal as of December 31, 2012 and 2011.

Benefit Payments - Benefits are recorded when paid.

Use of Estimates - The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. The most significant assumptions and estimates relate to the valuation of company common stock. Application of these assumptions requires the exercise of judgment as to future uncertainties and, as a result, actual results could differ from these estimates.

Risks and Uncertainties - The Plan provides for investment in Sunflower Landscaping and Maintenance, Inc.'s common stock. The common stock investment is exposed to various risks, including general business and market risks. Due to the level of risk associated with the common stock, it is at least reasonably possible that changes in the value of the common stock will occur in the near term and that such changes could materially affect the statement of net assets (accumulated deficit) and participants' individual account balances.

Subsequent Events - The financial statements and related disclosures include evaluation of events up through and including April 8, 2014, which is the date the financial statements were available to be issued.

On October 31, 2013, the Plan purchased the remaining outstanding shares of stock from the previous stockholders for $3,916,730. Accordingly, the Plan became the owner of 100 percent of Sunflower Landscaping and Maintenance Inc.'s company stock.

Note 3 – Fair Value Measurements

Accounting standards require certain assets and liabilities be reported at fair value in the financial statements and provide a framework for establishing that fair value. The framework for determining fair value is based on a hierarchy that prioritizes the inputs and valuation techniques used to measure fair value.

The following tables present information about the Plan's assets measured at fair value on a recurring basis at December 31, 2012 and 2011 and the valuation techniques used by the Plan to determine those fair values.

Level 1 - Fair values determined by Level 1 inputs use quoted prices in active markets for identical assets that the Plan has the ability to access.

Level 2 - Fair values determined by Level 2 inputs use other inputs that are observable, either directly or indirectly. These Level 2 inputs include quoted prices for similar assets in active markets, and other inputs such as interest rates and yield curves that are observable at commonly quoted intervals.

Level 3 - Level 3 inputs are unobservable inputs, including inputs that are available in situations where there is little, if any, market activity for the related asset. These Level 3 fair value measurements are based primarily on management's own estimates using pricing models, discounted cash flow methodologies, or similar techniques taking into account the characteristics of the asset. Significant Level 3 inputs include the Company's net revenue growth, EBITDA margin, weighted average cost of capital, market value of invested capital over an EBITDA multiple, and market value of invested capital over a revenue multiple. These inputs are used to arrive at an overall estimation of value for the Company.

In instances whereby inputs used to measure fair value fall into different levels in the above fair value hierarchy, fair value measurements in their entirety are categorized based on the lowest level input that is significant to the valuation. The Plan's assessment of the significance of particular inputs to these fair value measurements requires judgment and considers factors specific to each asset.

Assets Measured at Fair Value on a Recurring Basis at December 31, 2012

	Significant Unobservable Inputs (Level 3)
Common stock - Sunflower Landscaping and Maintenance, Inc. (allocated and unallocated portions)	$ 5,121,540

Note 3 - Fair Value Measurements (Continued)

Assets Measured at Fair Value on a Recurring Basis at December 31, 2011

	Significant Unobservable Inputs (Level 3)
Common stock - Sunflower Landscaping and Maintenance, Inc. (allocated and unallocated portions)	$ 1,578,420

Changes in Level 3 assets measured at fair value on a recurring basis for the years ended December 31, 2012 and 2011 are as follows:

	Common Stock - Sunflower Landscaping and Management, Inc. (Allocated and Unallocated Portions)
Balance at January 1, 2012	$ 1,578,420
Total unrealized gains included in income	3,543,120
Balance at December 31, 2012	$ 5,121,540

	Common Stock - Sunflower Landscaping and Management, Inc. (Allocated and Unallocated Portions)
Balance at January 1, 2011	$ 1,411,920
Total unrealized gains included in income	166,500
Balance at December 31, 2011	$ 1,578,420

Note 3 - Fair Value Measurements (Continued)

Of the Level 3 assets still held by the Plan at December 31, 2012, the unrealized gain for the year ended December 31, 2012 was $3,543,120 and the unrealized gain for the year ended December 31, 2011 was $166,500, which are recognized in the statement of changes in net assets (accumulated deficit).

Both observable and unobservable inputs may be used to determine the fair value of positions classified as Level 3 assets and liabilities. As a result, the unrealized gains for these assets presented in the tables above may include changes in fair value that were attributable to both observable and unobservable inputs.

The Plan's policy is to recognize transfers between levels of the fair value hierarchy as of the actual date of the event of change in circumstances that caused the transfer. There were no significant transfers between levels of the fair value hierarchy during 2012 and 2011.

The valuation process involves plan management's selection of an independent appraiser. Plan management accumulates the data for the appraiser from the compiled financial statements of the Company. The appraiser prepares a preliminary report which plan management, along with the ESOP trustee, reviews in detail, discusses, and approves.

Note 4 - Investments in Common Stock

The Plan purchased 666,000 shares of Sunflower Landscaping and Maintenance, Inc. common stock on January 1, 2005.

The Plan's investments in Company stock at December 31, 2012 and 2011 are presented in the following table:

	2012		2011	
	Allocated	Unallocated	Allocated	Unallocated
Number of shares	489,159	176,841	420,685	245,315
Cost	$ 5,875,787	$ 2,124,213	$ 5,053,270	$ 2,946,730
Fair value	$ 3,761,635	$ 1,359,905	$ 997,023	$ 581,397

Note 5 - Tax Status

The Plan has received a determination letter from the Internal Revenue Service dated May 11, 2006 indicating that the Plan, as designed, is qualified for tax-exempt treatment under the applicable section of the Internal Revenue Code. Accordingly, no provision for income taxes has been made in the accompanying financial statements.

Note 5 - Tax Status (Continued)

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

Note 6 - Loan Payable - Employer

During 2005, the Plan entered into an $8,000,000 term loan agreement with Sunflower Landscaping and Maintenance, Inc. The proceeds of the loan were used to purchase 666,000 shares of common stock of the Company. The unallocated portion of these shares is pledged against the loan. Shares are released from the pledge annually as principal payments are made on the loan. Effective December 31, 2010, the debt agreement was amended for an updated debt repayment schedule and interest rate. The note bears interest at 1.6 percent. Principal and interest payments are due annually, with the last payment scheduled in 2017.

Minimum principal payments on this loan to maturity are as follows:

2013	$	551,096
2014		559,913
2015		568,872
2016		577,974
2017		118,624
Total	$	2,376,479

Sunflower Landscaping and Maintenance, Inc.
Employee Stock Ownership Plan

Schedule of Assets Held at End of Year
Form 5500, Schedule H, Line 4i
EIN 65-0703584, Plan No. 001
December 31, 2012

(a)(b) Identity of Issuer	(c) Description of Investment	(d) Cost	(e) Current Value
Sunflower Landscaping and Maintenance, Inc.	Common stock - Sunflower Landscaping and Maintenance, Inc., 666,000 shares	**$ 8,000,000**	**$ 5,121,540**

Sunflower Landscaping and Maintenance, Inc.
Employee Stock Ownership Plan

Financial Report

December 31, 2012

Sunflower Landscaping and Maintenance, Inc.
Employee Stock Ownership Plan

Contents

Report Letter	1-2
Statement of Net Assets (Accumulated Deficit)	3
Statement of Changes in Net Assets (Accumulated Deficit)	4
Notes to Financial Statements	5-11
Schedule of Assets Held at End of Year	Schedule 1

plante moran

Plante & Moran, PLLC
Suite 300
600 E. Front St.
Traverse City, MI 49686
Tel: 231.947.7800
Fax: 231.947.0348
plantemoran.com

Independent Auditor's Report

To the Plan Administrator
Sunflower Landscaping and Maintenance, Inc.
Employee Stock Ownership Plan

We have audited the accompanying statement of net assets (accumulated deficit) of Sunflower Landscaping and Maintenance, Inc. Employee Stock Ownership Plan (the "Plan") as of December 31, 2012 and 2011 and the related statement of changes in net assets (accumulated deficit) for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on 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 from 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 entity'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 entity'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.

Praxity MEMBER GLOBAL ALLIANCE OF INDEPENDENT FIRMS

To the Plan Administrator
Sunflower Landscaping and Maintenance, Inc.
Employee Stock Ownership Plan

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets (accumulated deficit) of the Plan as of December 31, 2012 and 2011 and the changes in net assets (accumulated deficit) for the years then ended, in accordance with accounting principles generally accepted in the United States of America.

Emphasis of Matter

As explained in Note 3, the financial statements include investments valued at approximately $5,121,540 at December 31, 2012 and $1,578,420 at December 31, 2011, whose fair values have been estimated by management in the absence of readily determinable market values. Management's estimates are based on information provided by independent consultants. Our opinion is not modified with respect to this matter.

Report on Supplemental Information

Our audits were conducted for the purpose of forming an opinion on the financial statements as a whole. The supplemental schedule of assets held at end of year as of December 31, 2012 is presented for the purpose of additional analysis and is not a required part of the financial statements but is 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.

Plante & Moran, PLLC

Traverse City, Michigan
April 8, 2014

Sunflower Landscaping and Maintenance, Inc. Employee Stock Ownership Plan

Statement of Net Assets (Accumulated Deficit)

	December 31, 2012			December 31, 2011		
	Allocated	Unallocated	Total	Allocated	Unallocated	Total
Assets						
Investment in Sunflower Landscaping and Maintenance, Inc. common stock (489,159 shares allocated and 176,841 shares unallocated at December 31, 2012; 420,685 shares allocated and 245,315 shares unallocated at December 31, 2011)	$ 3,761,635	$ 1,359,905	$ 5,121,540	$ 997,023	$ 581,397	$ 1,578,420
Cash	288,914	-	288,914	99,700	-	99,700
Total assets	4,050,549	1,359,905	5,410,454	1,096,723	581,397	1,678,120
Liabilities - Loan payable	-	2,376,479	2,376,479	-	3,283,070	3,283,070
Net Assets (Accumulated Deficit)	**$ 4,050,549**	**$ (1,016,574)**	**$ 3,033,975**	**$ 1,096,723**	**$ (2,701,673)**	**$ (1,604,950)**

See Notes to Financial Statements.

Sunflower Landscaping and Maintenance, Inc. Employee Stock Ownership Plan

Statement of Changes in Net Assets (Accumulated Deficit)

	Year Ended					
	December 31, 2012			December 31, 2011		
	Allocated	Unallocated	Total	Allocated	Unallocated	Total
Additions to Net Assets						
Contributions	$ -	$ 848,784	$ 848,784	$ -	$ 489,120	$ 489,120
Dividends	189,214	110,336	299,550	113,618	86,082	199,700
Investment gain - Net appreciation in fair value of Sunflower Landscaping and Maintenance, Inc. common stock	2,602,327	940,793	3,543,120	105,171	61,329	166,500
Allocation of 68,475 shares and 41,770 shares of Sunflower Landscaping and Maintenance, Inc. common stock for 2012 and 2011, respectively	162,285	-	162,285	88,552	-	88,552
Total additions	2,953,826	1,899,913	4,853,739	307,341	636,531	943,872
Deductions from Net Assets						
Interest expense	-	52,529	52,529	-	60,980	60,980
Allocation of dividend on allocated shares of common stock for debt service requirements	-	-	-	13,918	(13,918)	-
Allocation of 68,475 shares and 41,770 shares of Sunflower Landscaping and Maintenance, Inc. common stock for 2012 and 2011, respectively	-	162,285	162,285	-	88,552	88,552
Total deductions	-	214,814	214,814	13,918	135,614	149,532
Net Increase	2,953,826	1,685,099	4,638,925	293,423	500,917	794,340
Net Assets (Accumulated Deficit)						
Beginning of year	1,096,723	(2,701,673)	(1,604,950)	803,300	(3,202,590)	(2,399,290)
End of year	**$ 4,050,549**	**$ (1,016,574)**	**$ 3,033,975**	**$ 1,096,723**	**$ (2,701,673)**	**$ (1,604,950)**

See Notes to Financial Statements.

Note 1 - Plan Description

The following description of Sunflower Landscaping and Maintenance, Inc. Employee Stock Ownership Plan (the "Plan") provides only general information. Participants should refer to the plan agreement for a more complete description of the Plan's provisions.

General - Effective January 1, 2005, Sunflower Landscaping and Maintenance, Inc. (the "Company") established the Plan. The Plan is a stock bonus plan under Section 401(a) of the Internal Revenue Code (IRC) and is designed to be an employee stock ownership plan under Section 4975(e)(7) of the IRC. The Plan is a noncontributory, leveraged, defined contribution plan covering substantially all employees of the Company who have completed at least one year of service. It is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

The Plan purchased the Company's common shares of stock from existing stockholders using funds borrowed from the Company and holds the stock in a trust established under the Plan (see Notes 4 and 6). As the Plan makes each payment of principal, an appropriate percentage of stock will be allocated to eligible employees' accounts in accordance with applicable regulations under the Internal Revenue Code. The loan is collateralized by the unallocated shares of stock and is guaranteed by the Company. Accordingly, the accompanying financial statements present separately the net assets and changes therein pertaining to the accounts of employees with vested and nonvested rights in allocated stock and stock not yet allocated to employees (unallocated).

Contributions - Contributions to the Plan are at the discretion of the Company's board of directors provided that such contributions, when aggregated with the Plan's dividends, shall be sufficient to cover principal and interest on the securities acquisition loan.

Vesting - Vesting in each participant's account is based on years of credited service. A participant is 100 percent vested after five years of credited service.

Benefit Payments - Upon normal retirement or disability, the participant or, in the case of death, the designated beneficiary will receive the participant's account balance in equal annual installments over a period of not more than five years or, in certain cases, not longer than 10 years. If the value of the participant's account exceeds $800,000, the term for payment is five years plus an additional year (not to exceed five additional years) for each $160,000 that the account is in excess of $800,000. Distributions are made in cash, Company stock, or both.

Note 1 - Plan Description (Continued)

Upon termination of employment for reasons other than normal retirement, disability, or death, distribution of the participant's account will be made on the occurrence of an event which would result in the distribution had the terminated participant remained employed (normal retirement, disability, or death). However, at the election of the terminated participant, distribution of the participant's vested account balance shall commence no later than the fifth plan year following the year in which termination of employment occurs. At December 31, 2012 and 2011, the Plan includes investments allocated to participants who have terminated and are 100 percent vested of $420,494 and $111,465, respectively. These amounts will be due to participants based on the normal benefit payment schedule beginning in the year ending December 31, 2014.

Participant Accounts - The Plan is a defined contribution plan under which a separate individual account is established for each participant. Each participant's account is credited as of the last day of each plan year with an allocation of shares of the Company's common stock released from the allocated account and released forfeitures of terminated participants' nonvested accounts. Only those participants who are eligible employees of the Company as of the last day of the plan year will receive an allocation. Allocations of employer contributed stock are based on a participant's eligible compensation, relative to total eligible compensation. Allocations of stock and cash dividends are allocated to participants based on the ratio of shares held in the participant's individual account to the total number of shares allocated as of the date of the dividend. The benefit to which a participant is entitled is the benefit that can be provided from the participant's account.

At December 31, 2012 and 2011, the suspended forfeiture balance totaled 48,426 shares and 68,940 shares, respectively. Forfeitures are kept in the suspended forfeiture balance for five years after employee termination and remain unallocated for that time in case the terminated employee returns to work within that five years and becomes reinstated in the Plan.

Voting Company Stock - Each participant is entitled to exercise, in certain matters, voting rights attributable to the shares allocated to his or her account and is notified by the trustee prior to the time that such rights are to be exercised.

Termination - The Company reserves the right to terminate the Plan at any time, subject to the Plan provisions. Upon such termination of the Plan, the interest of each participant in the trust fund will be distributed to such participant or his or her beneficiary at the time prescribed by the plan terms and the IRC. Upon termination of the Plan, the Employee Benefits Administration Committee should direct the trustee to pay all liabilities and expenses of the trust fund and to sell shares of financed common stock held in the loan suspense account to the extent it determines such sale to be necessary in order to repay the loan.

Note 1 - Plan Description (Continued)

Party-in-interest Transactions - Certain administrative costs of the Plan are being absorbed by the Company. The Company paid expenses of approximately $53,000 and $30,000 in the years ended December 31, 2012 and 2011, respectively.

Diversification - Participants who have attained the age of 55 and have completed at least 10 years of participation in the Plan are eligible to receive as a distribution, in cash, 25 percent of the value of their accounts, less any prior diversification distributions, for a five-year period. In the sixth plan year, the participant will have the right to receive, in cash, 50 percent of the value of his or her account, less any prior diversification distributions.

Note 2 - Summary of Significant Accounting Policies

Investment Valuation - The common shares of Sunflower Landscaping and Maintenance, Inc. are valued at fair value as determined by an independent appraisal as of December 31, 2012 and 2011.

Benefit Payments - Benefits are recorded when paid.

Use of Estimates - The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. The most significant assumptions and estimates relate to the valuation of company common stock. Application of these assumptions requires the exercise of judgment as to future uncertainties and, as a result, actual results could differ from these estimates.

Risks and Uncertainties - The Plan provides for investment in Sunflower Landscaping and Maintenance, Inc.'s common stock. The common stock investment is exposed to various risks, including general business and market risks. Due to the level of risk associated with the common stock, it is at least reasonably possible that changes in the value of the common stock will occur in the near term and that such changes could materially affect the statement of net assets (accumulated deficit) and participants' individual account balances.

Subsequent Events - The financial statements and related disclosures include evaluation of events up through and including April 8, 2014, which is the date the financial statements were available to be issued.

On October 31, 2013, the Plan purchased the remaining outstanding shares of stock from the previous stockholders for $3,916,730. Accordingly, the Plan became the owner of 100 percent of Sunflower Landscaping and Maintenance Inc.'s company stock.

Note 3 – Fair Value Measurements

Accounting standards require certain assets and liabilities be reported at fair value in the financial statements and provide a framework for establishing that fair value. The framework for determining fair value is based on a hierarchy that prioritizes the inputs and valuation techniques used to measure fair value.

The following tables present information about the Plan's assets measured at fair value on a recurring basis at December 31, 2012 and 2011 and the valuation techniques used by the Plan to determine those fair values.

Level 1 - Fair values determined by Level 1 inputs use quoted prices in active markets for identical assets that the Plan has the ability to access.

Level 2 - Fair values determined by Level 2 inputs use other inputs that are observable, either directly or indirectly. These Level 2 inputs include quoted prices for similar assets in active markets, and other inputs such as interest rates and yield curves that are observable at commonly quoted intervals.

Level 3 - Level 3 inputs are unobservable inputs, including inputs that are available in situations where there is little, if any, market activity for the related asset. These Level 3 fair value measurements are based primarily on management's own estimates using pricing models, discounted cash flow methodologies, or similar techniques taking into account the characteristics of the asset. Significant Level 3 inputs include the Company's net revenue growth, EBITDA margin, weighted average cost of capital, market value of invested capital over an EBITDA multiple, and market value of invested capital over a revenue multiple. These inputs are used to arrive at an overall estimation of value for the Company.

In instances whereby inputs used to measure fair value fall into different levels in the above fair value hierarchy, fair value measurements in their entirety are categorized based on the lowest level input that is significant to the valuation. The Plan's assessment of the significance of particular inputs to these fair value measurements requires judgment and considers factors specific to each asset.

Assets Measured at Fair Value on a Recurring Basis at December 31, 2012

	Significant Unobservable Inputs (Level 3)
Common stock - Sunflower Landscaping and Maintenance, Inc. (allocated and unallocated portions)	$ 5,121,540

Note 3 - Fair Value Measurements (Continued)

Assets Measured at Fair Value on a Recurring Basis at December 31, 2011

	Significant Unobservable Inputs (Level 3)
Common stock - Sunflower Landscaping and Maintenance, Inc. (allocated and unallocated portions)	$ 1,578,420

Changes in Level 3 assets measured at fair value on a recurring basis for the years ended December 31, 2012 and 2011 are as follows:

	Common Stock - Sunflower Landscaping and Management, Inc. (Allocated and Unallocated Portions)
Balance at January 1, 2012	$ 1,578,420
Total unrealized gains included in income	3,543,120
Balance at December 31, 2012	$ 5,121,540

	Common Stock - Sunflower Landscaping and Management, Inc. (Allocated and Unallocated Portions)
Balance at January 1, 2011	$ 1,411,920
Total unrealized gains included in income	166,500
Balance at December 31, 2011	$ 1,578,420

Note 3 - Fair Value Measurements (Continued)

Of the Level 3 assets still held by the Plan at December 31, 2012, the unrealized gain for the year ended December 31, 2012 was $3,543,120 and the unrealized gain for the year ended December 31, 2011 was $166,500, which are recognized in the statement of changes in net assets (accumulated deficit).

Both observable and unobservable inputs may be used to determine the fair value of positions classified as Level 3 assets and liabilities. As a result, the unrealized gains for these assets presented in the tables above may include changes in fair value that were attributable to both observable and unobservable inputs.

The Plan's policy is to recognize transfers between levels of the fair value hierarchy as of the actual date of the event of change in circumstances that caused the transfer. There were no significant transfers between levels of the fair value hierarchy during 2012 and 2011.

The valuation process involves plan management's selection of an independent appraiser. Plan management accumulates the data for the appraiser from the compiled financial statements of the Company. The appraiser prepares a preliminary report which plan management, along with the ESOP trustee, reviews in detail, discusses, and approves.

Note 4 - Investments in Common Stock

The Plan purchased 666,000 shares of Sunflower Landscaping and Maintenance, Inc. common stock on January 1, 2005.

The Plan's investments in Company stock at December 31, 2012 and 2011 are presented in the following table:

	2012		2011	
	Allocated	Unallocated	Allocated	Unallocated
Number of shares	489,159	176,841	420,685	245,315
Cost	$ 5,875,787	$ 2,124,213	$ 5,053,270	$ 2,946,730
Fair value	$ 3,761,635	$ 1,359,905	$ 997,023	$ 581,397

Note 5 - Tax Status

The Plan has received a determination letter from the Internal Revenue Service dated May 11, 2006 indicating that the Plan, as designed, is qualified for tax-exempt treatment under the applicable section of the Internal Revenue Code. Accordingly, no provision for income taxes has been made in the accompanying financial statements.

Note 5 - Tax Status (Continued)

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

Note 6 - Loan Payable - Employer

During 2005, the Plan entered into an $8,000,000 term loan agreement with Sunflower Landscaping and Maintenance, Inc. The proceeds of the loan were used to purchase 666,000 shares of common stock of the Company. The unallocated portion of these shares is pledged against the loan. Shares are released from the pledge annually as principal payments are made on the loan. Effective December 31, 2010, the debt agreement was amended for an updated debt repayment schedule and interest rate. The note bears interest at 1.6 percent. Principal and interest payments are due annually, with the last payment scheduled in 2017.

Minimum principal payments on this loan to maturity are as follows:

2013	$	551,096
2014		559,913
2015		568,872
2016		577,974
2017		118,624
Total	$	2,376,479

Sunflower Landscaping and Maintenance, Inc.
Employee Stock Ownership Plan

Schedule of Assets Held at End of Year
Form 5500, Schedule H, Line 4i
EIN 65-0703584, Plan No. 001
December 31, 2012

(a)(b) Identity of Issuer	(c) Description of Investment	(d) Cost	(e) Current Value
Sunflower Landscaping and Maintenance, Inc.	Common stock - Sunflower Landscaping and Maintenance, Inc., 666,000 shares	**$ 8,000,000**	**$ 5,121,540**