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

2013

This Form is Open to Public Inspection

Part I Annual Report Identification Information

For calendar plan year 2013 or fiscal plan year beginning 01/01/2013 and ending 12/31/2013

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:
- [ ] Form 5558;
- [ ] automatic extension;
- [ ] the DFVC program;
- [ ] special extension (enter description)

Part II Basic Plan Information—enter all requested information

1a Name of plan
DUNLOP MANUFACTURING, INC. 401(K) PROFIT SHARING PLAN

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 07/01/1979

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

DUNLOP MANUFACTURING, INC.

170 INDUSTRIAL WAY
BENICIA, CA 94510

2b Employer Identification Number (EIN)
94-2440675

2c Sponsor's telephone number
707-745-2722

2d Business code (see instructions)
339900

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.	07/09/2014	JASMIN POWELL
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	07/09/2014	JASMIN POWELL
	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**	293
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**	232
b	Retired or separated participants receiving benefits	**6b**	0
c	Other retired or separated participants entitled to future benefits	**6c**	27
d	Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	259
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.	**6e**	0
f	Total. Add lines **6d** and **6e**.	**6f**	259
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	250
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	10
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:
2A 2E 2F 2H 2J 2K 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)		**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) [X] **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.**	**2013** **This Form is Open to Public Inspection.**

For calendar plan year 2013 or fiscal plan year beginning 01/01/2013 and ending 12/31/2013

A Name of plan DUNLOP MANUFACTURING, INC. 401(K) PROFIT SHARING PLAN	**B** Three-digit plan number (PN) ▶ 001
C Plan sponsor's name as shown on line 2a of Form 5500 DUNLOP MANUFACTURING, INC.	**D** Employer Identification Number (EIN) 94-2440675

Part I Service Provider Information (see instructions)

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

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

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

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

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

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

VERISIGHT, INC.

35 IRON POINT CIRCLE, SUITE 100
FOLSOM, CA 95630

27-2037969

(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?
13 15		29306	Yes [X] No [ ]	Yes [X] No [ ]		Yes [X] No [ ]

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

FIRST REPUBLIC INVESTMENT MGMT

111 PINE STREET
SAN FRANCISCO, CA 94111

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28		20352	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

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

MERCER GLOBAL ADVISORS INC

1801 E CATRILLO BLVD
SANTA BARBARA, CA 93108

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28		11826	Yes [ ] No [X]	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)

SOUTHLAND INVESTMENTS

18685 A MAIN STREET 606
HUNTINGTON BEACH, CA 92648-1710

(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?
17 28		7918	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

PATRICK & BUZARELLOS LLP

1900 POINT WEST WAY 102
SACRAMENTO, CA 95815

(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?
10		6000	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

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

Part I Service Provider Information (continued)

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

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

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

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

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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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

2013

This Form is Open to Public Inspection

For calendar plan year 2013 or fiscal plan year beginning 01/01/2013 and ending 12/31/2013

A Name of plan
DUNLOP MANUFACTURING, INC. 401(K) PROFIT SHARING PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
DUNLOP MANUFACTURING, INC.

D Employer Identification Number (EIN)
94-2440675

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	59794	47064
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	0	
(2) Participant contributions	1b(2)	0	
(3) Other	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	1096616	745036
(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)	1566217	1094625
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)	439245	279990
(B) Common	1c(4)(B)	827689	806604
(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)	1051461	1069041
(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)	4572796	6318350
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)	928564	1519263

		(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	10542382	11879973
Liabilities			
g Benefit claims payable	1g		
h Operating payables	1h	4679	2983
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through1j)	1k	4679	2983
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	10537703	11876990

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)	1200000	
(B) Participants	2a(1)(B)	111683	
(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)		1311683
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	836	
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)	54977	
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)	56197	
(F) Other	2b(1)(F)		
(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		112010
(2) Dividends: **(A)** Preferred stock	2b(2)(A)	41704	
(B) Common stock	2b(2)(B)	36096	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	117736	
(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		195536
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)	2265317	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	2402403	
(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		-137086
(5) Unrealized appreciation (depreciation) of assets: **(A)** Real estate	2b(5)(A)		
(B) Other	2b(5)(B)	41127	
(C) Total unrealized appreciation of assets. Add lines **2b(5)(A)** and **(B)**	2b(5)(C)		41127

		(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)		294431
c Other income	2c		47442
d Total income. Add all **income** amounts in column (b) and enter total	2d		1865143
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	449159	
(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)		449159
f Corrective distributions (see instructions)	2f		1175
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses: (1) Professional fees	2i(1)	6000	
(2) Contract administrator fees	2i(2)	29306	
(3) Investment advisory and management fees	2i(3)	40096	
(4) Other	2i(4)	120	
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		75522
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		525856
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		1339287
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: PATRICK & BUZARELLOS LLP **(2)** EIN: 68-0197298

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		14292
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)	4b		X	

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

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

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

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

5c If the plan is a defined benefit plan, is it covered under the PBGC insurance program (see ERISA section 4021)? ..... ☐ Yes ☐ No ☐ Not determined

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

2013

This Form is Open to Public Inspection.

For calendar plan year 2013 or fiscal plan year beginning 01/01/2013 and ending 12/31/2013

A Name of plan
DUNLOP MANUFACTURING, INC. 401(K) PROFIT SHARING PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
DUNLOP MANUFACTURING, INC.

D Employer Identification Number (EIN)
94-2440675

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): 68-6098129 27-4411131

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 STATEMENTS AND
INDEPENDENT AUDITOR'S REPORT

DUNLOP MANUFACTURING, INC.
401(k) PROFIT SHARING PLAN

DECEMBER 31, 2013 AND 2012

DUNLOP MANUFACTURING, INC.
401(k) PROFIT SHARING PLAN

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PATRICK
&
BUZARELLOS
Certified Public Accountants, LLP

INDEPENDENT AUDITOR'S REPORT

The Trustees and Participants
Dunlop Manufacturing, Inc.
401(k) Profit Sharing Plan

Report on the Financial Statements

We have audited the accompanying financial statements of Dunlop Manufacturing, Inc., 401(k) Profit Sharing Plan which comprise the statements of net assets available for benefits as of December 31, 2013 and 2012, 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 audit 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.

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PATRICK
&
BUZARELLOS
Certified Public Accountants, LLP

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Dunlop Manufacturing, Inc. 401(k) Profit Sharing Plan as of December 31, 2013 and 2012, 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, Assets Acquired and Disposed of Within the Year, Reportable Transactions, and Delinquent Contributions, together referred to as "supplemental information", are presented for the purpose of additional analysis and are not a required part of the financial statements but are supplemental information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. Such information is the responsibility of the Plan's management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audits of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

Patrick & Buzarellos LLP

Sacramento, California
June 18, 2014

DUNLOP MANUFACTURING, INC.
401(k) PROFIT SHARING PLAN

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

DECEMBER 31,

	2013	2012
ASSETS		
INVESTMENTS, at fair value		
Cash and cash equivalents	$ 995,655	$ 1,597,426
Common and preferred stocks	1,086,595	1,266,934
Corporate bonds	1,094,625	1,566,217
Mutual and exchange traded funds	7,634,057	5,060,344
Total investments	10,810,932	9,490,921
RECEIVABLES		
Notes receivable from participants	1,069,041	1,051,461
Employer contributions	-	-
Participant contributions	-	-
Total receivables	1,069,041	1,051,461
TOTAL ASSETS	11,879,973	10,542,382
LIABILITIES		
Accounts and benefits payable	2,983	4,679
TOTAL LIABILITIES	2,983	4,679
NET ASSETS AVAILABLE FOR BENEFITS	$ 11,876,990	$ 10,537,703

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

DUNLOP MANUFACTURING, INC.
401(k) PROFIT SHARING PLAN

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

YEARS ENDED DECEMBER 31,

	2013	2012
ADDITIONS TO NET ASSETS		
INVESTMENT INCOME		
Interest and dividends	$ 251,349	$ 200,037
Net appreciation in fair value of investments	198,472	242,728
Other	47,442	13,580
Total investment income	497,263	456,345
Interest from notes receivable from participants	56,197	53,458
CONTRIBUTIONS		
Employer	1,200,000	1,080,000
Participants	111,683	114,149
Rollover	-	18,583
	1,311,683	1,212,732
TOTAL ADDITIONS	1,865,143	1,722,535
DEDUCTIONS FROM NET ASSETS		
BENEFITS PAID TO PARTICIPANTS	450,334	164,815
INVESTMENT ADVISORY AND ADMINISTRATIVE FEES	75,522	65,923
TOTAL DEDUCTIONS	525,856	230,738
INCREASE IN NET ASSETS	1,339,287	1,491,797
NET ASSETS AVAILABLE FOR BENEFITS		
BEGINNING OF YEAR	10,537,703	9,045,906
END OF YEAR	$ 11,876,990	$ 10,537,703

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

DUNLOP MANUFACTURING, INC.
401(k) PROFIT SHARING PLAN

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2013 AND 2012

NOTE A - DESCRIPTION OF THE PLAN

The following description of the Dunlop Manufacturing, Inc. 401(k) Profit Sharing 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: The Plan is a defined contribution plan covering all full-time eligible employees of Dunlop Manufacturing, Inc. (the Company), as defined in the Plan document and is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). Employees represented by collective bargaining agreements and leased employees are not eligible to participate in the Plan.

Employees are eligible to participate in the salary deferral provisions immediately upon hire. Employees are eligible to participate in the employer profit sharing contributions on the first day of the plan year in which they complete one year (at least 1,000 hours) of service. Employees are eligible to participate in the employer matching contributions on the date they complete one year (at least 1,000 hours) of service.

Administration: Under the terms of the Plan, a group of officers of the Company act as the trustee. The Company has contracted with a third-party administrator who processes and maintains the records of participant data and Verisight Trust Company (ExpertPlan prior to August, 2012) to act as the custodian of the participants' self-directed salary deferral and rollover accounts.

Participant Contributions: Each year, participants may contribute an amount of pre-tax annual compensation, as defined by the Plan, subject to the annual maximum currently allowed under the provisions of the Internal Revenue Code. Contributions are withheld from each participant's compensation, and invested in accordance with the participant's instructions. Participants may also roll over amounts distributed from other qualified plans.

Employer Contributions: The Plan provides for discretionary profit sharing and matching contributions. The Company made profit sharing contributions of $1,200,000 and $1,080,000 for the years ended December 31, 2013 and 2012, respectively. The Company made no discretionary matching contributions during the years ended December 31, 2013 and 2012.

Participant Accounts: Each participant's account is credited with the participant's contributions, an allocation of the Company's contribution, and Plan earnings and are charged with an allocation of administrative expenses. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Vesting: Participants are immediately vested in their contributions. Discretionary Company matching and profit sharing contributions vest as follows:

NOTE A - DESCRIPTION OF THE PLAN - CONTINUED

Years of Service	Percentage Vested
Less Than 2	0%
2	20%
3	40%
4	60%
5	80%
6 or more	100%

Forfeited Accounts: At December 31, 2013 and 2012 there were no forfeited Company contributions. During the years ended December 31, 2013 and 2012, $51,206 and $30,617, respectively, of forfeited Company contributions were allocated to participants' accounts as additional Company contributions.

During the years ended December 31, 2013 and 2012 no forfeited Company contributions were used to reduce Company contributions.

Notes Receivable from Participants: A participant may borrow up to the lesser of $50,000 or 50% of the participant's vested account balance subject to the approval of the Plan administrator. The minimum loan amount is $1,000 and a participant may not have more than four loans outstanding at any time. All borrowings bear a fixed rate of interest commensurate with local prevailing rates as determined on the date of advance by the Plan administrator. Borrowings generally must be repaid within a five-year period through regular payroll deductions. Loans are segregated investments and to the extent a participant borrows, his or her account will not share in the earnings and gains in value attributable to other plan investments. Accordingly, the interest participants pay on their loans will be directly credited to their account.

Payment of Benefits: The Plan provides for the payment to the participant (or, if applicable, the beneficiary) at retirement (age 62), disability, death, or termination of employment. In-service distributions are also permitted if the participant is at least age 59 ½ and 100% vested. Participants who qualify for retirement benefits will receive their benefits in the form of a lump sum in cash. The benefit to which a participant is entitled is the benefit that can be provided directly from the participant's vested account balance. Participants who separate from service and have a vested account balance of $5,000 or less are subject to an administrative distribution at the discretion of the Plan administrator.

NOTE B – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting: The accompanying financial statements are prepared on the accrual basis of accounting and in accordance with accounting principles generally accepted in the United States of America. Employee contributions are recorded in the year in which the Company makes payroll deductions from participant earnings. Benefit payments and expenses are recorded when paid.

NOTE B - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - CONTINUED

Investment Valuation and Income Recognition: Investments are recorded at fair value. *Fair value* is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note D for a discussion of fair value measurements.

The net appreciation or decline in fair value of investments includes the realized gain or loss on the sale of securities and unrealized appreciation or depreciation arising from the differences between the fair value at the beginning of the year and at the end of the year.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis, and dividends are recorded on the ex-dividend date.

Brokerage fees are added to the acquisition costs of assets purchased and subtracted from the proceeds of assets sold.

Cash equivalents: All highly liquid investments with a maturity of three months or less are considered to be cash equivalents.

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

Use of Estimates: The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires the Plan administrator to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein, and disclosure of contingent assets and liabilities. Actual results may differ from those estimates.

Risks and Uncertainties: The Plan provides for various investment options in any combination of mutual funds, fixed income securities and other investment securities offered by the Plan. Investment securities are exposed to various risks, such as interest rate, market fluctuations and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in risks in the near term would materially affect participants' account balances and the amounts reported in the statements of net assets available for benefits and the statements of changes in net assets available for benefits.

Expenses: Any expenses of maintaining the Plan that are paid directly by the Company are excluded from these financial statements. Investment related expenses are included in net appreciation of fair value of investments.

NOTE C - INVESTMENTS

The following table presents the individual investment securities that exceeded 5 percent of the Plan's net assets available for benefits at December 31, 2013 and 2012.

NOTE C – INVESTMENTS - CONTINUED

Investments at Fair Value as Determined By Quoted Market Price:

	December 31, 2013
DFA Two-Year Global Fixed Mutual Fund	$926,335

	December 31, 2012
TD Ameritrade Insured Deposit Account	$638,368

All the above investments are nonparticipant-directed.

During the years ended December 31, 2013 and 2012, the Plan's investments (including gains and losses on investments bought and sold, as well as held during the year) appreciated in value by $198,472 and $242,728, respectively, as follows:

	Year Ended December 31, 2013	Year Ended December 31, 2012
Common and preferred stock	$(162,409)	$ 44,052
Mutual and exchange traded funds	405,222	235,609
Fixed income	(44,341)	(36,933)
	$198,472	$242,728

NOTE D – FAIR VALUE MEASUREMENTS

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

NOTE D – FAIR VALUE MEASUREMENTS - CONTINUED

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

Level 2: Inputs to the valuation methodology include:

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

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

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

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

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2013 and 2012 and there have been no transfers between levels during 2013 or 2012.

Mutual funds and exchange traded funds: The fair value of mutual funds and exchange traded funds is based on quoted net asset values of the shares held by the Plan at year-end.

Common and preferred stocks: The fair value of common and preferred stocks is based on the closing price reported on the active market on which the individual securities are traded.

Corporate bonds: Valued using pricing models maximizing the use of observable inputs for similar securities. This includes basing value on yields currently available on comparable securities of issuers with similar credit ratings.

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

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2013 and 2012:

NOTE D – FAIR VALUE MEASUREMENTS - CONTINUED

		Fair Value Measurements Using:		
December 31, 2013	Fair Value	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Cash and cash equivalents	$995,655	$995,655	$ -	$ -
Common and preferred stocks				
Financial	1,027,007	1,027,007	-	-
Other	59,588	59,588	-	-
Corporate bonds	1,094,625	-	1,094,625	-
Exchange traded funds				
Blend	439,933	439,933	-	-
Other	1,079,331	1,079,331	-	-
Mutual funds				
Asset allocation	291,814	291,814	-	-
Blend	102,047	102,047	-	-
Fixed	2,940,783	2,940,783	-	-
Foreign	700,821	700,821	-	-
Growth	989,707	989,707	-	-
Other	467,380	467,380	-	-
Value	622,241	622,241	-	-
	$10,810,932	$9,716,307	$1,094,625	$ -

NOTE D – FAIR VALUE MEASUREMENTS - CONTINUED

		Fair Value Measurements Using:		
December 31, 2012	Fair Value	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Cash and cash equivalents	$1,597,426	$1,597,426	$ -	$ -
Common and preferred stocks				
Financial	1,130,047	1,130,047	-	-
Other	136,887	136,887	-	-
Corporate bonds	1,566,217	-	1,566,217	-
Exchange traded funds				
Fixed	396,514	396,514	-	-
Other	591,480	591,480	-	-
Mutual funds				
Asset allocation	215,900	215,900	-	-
Blend	65,194	65,194	-	-
Fixed	2,723,023	2,723,023	-	-
Foreign	389,919	389,919	-	-
Growth	332,989	332,989	-	-
Other	171,636	171,636	-	-
Value	173,689	173,689	-	-
	$9,490,921	$7,924,704	$1,566,217	$ -

Gains and losses (realized and unrealized) included in changes in net assets available for benefits for the periods ended December 31, 2013 and 2012 are reported in net appreciation (decline) in fair value of investments.

NOTE E – NONPARTICIPANT-DIRECTED INVESTMENTS

Information about the net assets and the significant components of the changes in net assets relating to the nonparticipant-directed investments is as follows:

NOTE E – NONPARTICIPANT-DIRECTED INVESTMENTS – CONTINUED

	December 31, 2013	2012
Net Assets:		
Cash and cash equivalents	$ 792,100	$1,156,410
Common and preferred stocks	1,086,594	1,266,934
Corporate bonds	1,094,625	1,566,217
Mutual and exchange traded funds	7,197,628	4,987,507
	$10,170,947	$8,977,068

	Years Ended December 31, 2013	2012
Changes in Net assets:		
Contributions	$1,200,000	$1,080,000
Interest and dividends	269,920	193,312
Net appreciation in fair value of investments	119,064	206,605
Benefits paid to participants	(392,750)	(160,404)
	$1,196,234	$1,319,513

NOTE F - PLAN TERMINATION

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 100% vested in their accounts.

NOTE G – INCOME TAX STATUS

The Plan obtained its latest determination letter on September 3, 2010, in which the Internal Revenue Service stated that the Plan, as then designed, was in compliance with the applicable requirements of the Internal Revenue Code. The Plan has been amended since receiving the determination letter. However, the Company believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the Internal Revenue Code. Therefore, no provisions for income taxes have been included in the Plan's financial statements.

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

NOTE H - RELATED PARTY TRANSACTIONS

Since the inception of the Plan, the Company has absorbed some of the administrative expenses of operating the Plan. Certain Plan investments in mutual funds are managed by Verisight Trust Company. Any purchases and sales of these funds are performed in the open market at fair value. Such transactions, while considered party-in-interest transactions under ERISA regulations, are permitted under the provisions of the Plan and are specifically exempt from the prohibition of party-in-interest transactions under ERISA.

NOTE I - NONEXEMPT TRANSACTIONS

During the years ended December 31, 2013 and 2012, the Company failed to remit to the Plan's custodian certain employee contributions totaling approximately $4,636 and $9,656, respectively, within the period prescribed by the Department of Labor regulations. Delays in remitting contributions to the custodian were due to administrative errors, and the Company will make contributions to the affected participants' accounts to compensate those participants for potential lost earnings due to the delay.

NOTE J – SUBSEQUENT EVENTS

Management has evaluated subsequent events through June 18, 2014, which is the date the financial statements were available to be issued, and has determined that there are no additional adjustments or disclosures required.

SUPPLEMENTAL INFORMATION

DUNLOP MANUFACTURING, INC.
401(k) PROFIT SHARING PLAN
FEIN : 94-2440675
PLAN NUMBER 001

SCHEDULE OF ASSETS HELD FOR INVESTMENT
FORM 5500, SCHEDULE H, PART IV LINE 4i
DECEMBER 31, 2013

Identity of issuer, borrower or lessor	Description of investment, including maturity date, and rate of interest	Cost	Market Value
American Funds	AMCAP Fund	$ *	$ 90,956
American Funds	EuroPacific Growth Fund	*	65,633
Columbia	Acorn International Fund	*	223
Domini	Social Equity Fund	*	2,778
Oppenheimer Funds	Developing Markets I Fund	*	106
Schwab/Southland	Cash	3,352	3,352
Schwab/Southland	Govt. Money Fund	105,749	105,749
Schwab/Southland	iShares Select Dividend ETF	218,171	240,735
Schwab/Southland	SPDR S&P 500 ETF	314,185	329,302
Schwab/Southland	Sector SPDR Consumer	264,759	295,188
Schwab/Southland	Sector SPDR TR Con Stpls	99,561	110,630
TD Ameritrade	Cash	443,686	443,686
TD Ameritrade	AQR Momentum	354,871	409,294
TD Ameritrade	AQR Small Cap Momentum	177,709	211,850
TD Ameritrade	AQR Managed Futures	171,918	182,953
TD Ameritrade	AQR International Momentum	168,218	188,769
TD Ameritrade	Baird Short-Term Bond	509,117	507,164
TD Ameritrade	DFA International Real Estate	64,488	58,844
TD Ameritrade	DFA Emerging Markets Value	49,828	48,423
TD Ameritrade	DFA Emerging Markets Small Cap	29,616	28,367
TD Ameritrade	DFA International SML PTFL	50,424	60,621
TD Ameritrade	DFA Two-Year Global	935,619	926,335
TD Ameritrade	DFA International Small Cap Value	69,883	84,074
TD Ameritrade	DFA Emerging Markets PTF	43,372	42,464
TD Ameritrade	DFA US Small Cap Value	169,465	198,513
TD Ameritrade	DFA Real Estate	138,212	134,537
TD Ameritrade	DFA Interntaional III	164,278	179,749
TD Ameritrade	DFA US Large III	348,453	421,467
TD Ameritrade	Scout Core Bond	508,003	497,560
TD Ameritrade	AQR International Defensive Equity	10,041	9,936
TD Ameritrade	AQR US Defensive Equity	39,911	41,133
TD Ameritrade	DFA International Large Cap Growth	9,945	10,277
TD Ameritrade	DFA US Small Cap Growth	10,020	10,754
TD Ameritrade	DFA US Large Cap Growth	9,945	10,510
TD Ameritrade	Steelpath Funds Oppenheimber MLP Select 40	29,835	30,531
TD Ameritrade	iShares MSCI Emerging Markets ETF	146,841	146,283

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

DUNLOP MANUFACTURING, INC.
401(k) PROFIT SHARING PLAN
FEIN : 94-2440675
PLAN NUMBER 001

SCHEDULE OF ASSETS HELD FOR INVESTMENT
FORM 5500, SCHEDULE H, PART IV LINE 4i
DECEMBER 31, 2013

Identity of issuer, borrower or lessor	Description of investment, including maturity date, and rate of interest	Cost	Market Value
TD Ameritrade	iShares MSCI EAFE ETF	$ 263,956	$ 268,380
TD Ameritrade	iShares US Preferred Stock ETF	58,890	55,245
TD Ameritrade	Vanguard FTSE Europe ETF	69,463	73,500
TD Ameritrade	America Movil S.A.B. DE C.V. Senior Note 5.5%	48,570	45,338
TD Ameritrade	Anheuser Busch Cos Inc Sr. Unsecured 5%	120,167	111,538
TD Ameritrade	Boeing Co Senior Note 5%	105,228	100,921
TD Ameritrade	Conocophillips Corp Senior Note 4.6%	101,458	104,238
TD Ameritrade	Hewlett Packard Co Note 2.265%	46,435	45,747
TD Ameritrade	J.P. Morgan Chase & Co Senior Note 4.65%	98,761	101,751
TD Ameritrade	Merck & Co Inc Note 4.75%	104,236	104,957
TD Ameritrade	Microsoft Corp Sr Note 4.2%	117,448	110,223
TD Ameritrade	Morgan Stanley Dean Senior Medium Term Note 6%	100,943	101,907
TD Ameritrade	Oracle Corp Ozark Hldg Note 5.25%	102,978	109,160
TD Ameritrade	Shell International Fin Senior Note 5.2%	119,946	111,706
TD Ameritrade	Teva Pharmceutical Fin II Senior Note 1.7%	47,590	47,139
TD Ameritrade	Aberdeen Global High Income	287,520	297,098
TD Ameritrade	Doubleline Total Return Bond	253,046	247,083
TD Ameritrade	Pimco Low Duration	262,520	258,004
TD Ameritrade	Pimco Emerging Local Bond	248,210	221,085
TD Ameritrade	Ridgeworth Seix Floating Rate High Income	255,550	255,221
TD Ameritrade	Alexandria Real Estate Equities	25,008	21,200
TD Ameritrade	American Tower Corp Reit	43,410	47,892
TD Ameritrade	Bank of America Preferred	24,978	24,090
TD Ameritrade	Biomed Realty Trust Inc.	47,205	40,770
TD Ameritrade	Boston Prop Inc	42,343	40,148
TD Ameritrade	Capital One Finl Corp Preferred	75,066	65,220
TD Ameritrade	DCT Industrial Trust Inc.	36,300	42,780
TD Ameritrade	Digital Realty Trust Inc.	38,623	29,472
TD Ameritrade	Eastgroup Properties Inc	30,183	28,965
TD Ameritrade	Goldman Sachs Group Preferred	75,391	64,170
TD Ameritrade	HCP Inc	30,083	30,872
TD Ameritrade	Host Hotels and Resorts Inc.	32,173	34,020
TD Ameritrade	Kilroy Realty Corp Preferred	25,867	21,930
TD Ameritrade	Kimco Realty Corp	32,214	39,500
TD Ameritrade	Kimco Realty Corp Preferred	51,647	41,740

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

DUNLOP MANUFACTURING, INC.
401(k) PROFIT SHARING PLAN
FEIN : 94-2440675
PLAN NUMBER 001

SCHEDULE OF ASSETS HELD FOR INVESTMENT
FORM 5500, SCHEDULE H, PART IV LINE 4i
DECEMBER 31, 2013

Identity of issuer, borrower or lessor	Description of investment, including maturity date, and rate of interest	Cost	Market Value
TD Ameritrade	Macerich Co	$ 32,763	$ 35,334
TD Ameritrade	Omega Healthcare Investors Inc	52,624	37,250
TD Ameritrade	Prologis	42,518	46,187
TD Ameritrade	Public Storage	27,914	45,156
TD Ameritrade	Simon Property Group	39,371	38,040
TD Ameritrade	SL Green Realty Corp	46,616	46,190
TD Ameritrade	Starwood Hotels & Resorts	41,147	59,587
TD Ameritrade	Taubman Centers Inc	46,751	38,352
TD Ameritrade	Taubman Centers Inc Preferred	51,388	41,640
TD Ameritrade	UDR Inc.	48,518	44,365
TD Ameritrade	Ventas Inc.	38,993	34,368
TD Ameritrade	Weyerhaeuser Co.	45,308	47,355
Verisight Trust	500 Index Signal Shares	*	21,948
Verisight Trust	Equity Income Fund	*	2,143
Verisight Trust	Inflation Protected SEC	*	14,993
Verisight Trust	Intermediate Term Bond Index	*	13,340
Verisight Trust	Mid Cap Growth	*	1,939
Verisight Trust	Mid Cap Index Fund Signal	*	27,635
Verisight Trust	Prime Money Market	*	97,807
Verisight Trust	Small Cap Index Fund Signal	*	8,553
Verisight Trust	Target Retirement 2010	*	13,903
Verisight Trust	Target Retirement 2015	*	1,632
Verisight Trust	Target Retirement 2020	*	139,517
Verisight Trust	Target Retirement 2025	*	2,211
Verisight Trust	Target Retirement 2030	*	23,371
Verisight Trust	Target Retirement 2040	*	89,970
Verisight Trust	Target Retirement 2045	*	4,243
Verisight Trust	Target Retirement 2050	*	344
Verisight Trust	Target Retirement 2055	*	156
Verisight Trust	Target Retirement Income Fund	*	16,467
Verisight Trust	Small Company Opportunity Fund	*	118
West America Bank	West America Bank 5	43,712	43,712
West America Bank	West America Bank 6	301,350	301,350
Participant loans - rates ranging from 4.25% to 9.25%**			1,069,041
		$ 9,941,854	$ 11,879,973

* Cost not provided for participant directed investments.
** Parties-in-interest.

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

DUNLOP MANUFACTURING, INC.
401(k) PROFIT SHARING PLAN
FEIN : 94-2440675
PLAN NUMBER 001

SCHEDULE OF ASSETS ACQUIRED AND DISPOSED OF WITHIN THE YEAR
FORM 5500, SCHEDULE H, PART IV, LINE 4i
DECEMBER 31, 2013

Identity of issuer, borrower or lessor	Description of investment, including maturity date, and rate of interest	Cost	Proceeds
Schwab/Southland	Pondx Pimco INCM CL D	$ 239,666	$ 233,506
TD Ameritrade/First Rep	Bank of New York Mellon Corp PFD Perp/Call	75,467	61,617
TD Ameritrade/First Rep	BB&T Corporation PFD Perpetual 5.2% SER F	75,158	59,657
TD Ameritrade/First Rep	Digital Realty Trust Inc PRF SER G	75,087	59,822
TD Ameritrade/First Rep	PNC Finl Corp PFD Q Qtly PERP/Call 5.375% Div	75,668	61,826
TD Ameritrade/First Rep	Public Storage Perp/Call SER W 1/16/18 QRTLY	50,164	40,112
TD Ameritrade/First Rep	Vornado Realty Trust PFD SER L 5.4% QRTLY	74,815	60,681
TD Ameritrade/First Rep	Wells Fargo Company PERP QTLY 5.125% Div	50,061	41,413
TD Ameritrade/Mercer	AMEX SPDR Utilities Select Index	151,176	151,009
TD Ameritrade/Mercer	Pimco Low Duration FD Instl	193,402	193,402
TD Ameritrade/Mercer	SPDR Gold TR Gold Shs ETF	181,460	181,293
TD Ameritrade/Mercer	Vanguard Short Term US Treasury	388,739	388,739
		$ 1,630,863	$ 1,533,077

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

DUNLOP MANUFACTURING, INC.
401(k) PROFIT SHARING PLAN
FEIN: 94-2440675
PLAN NUMBER 001

SCHEDULE OF REPORTABLE TRANSACTIONS
FORM 5500, SCHEDULE H, PART IV, LINE 4j
DECEMBER 31, 2013

Identity of Party and Description of Asset	Purchase Price	Selling Price	Cost of Asset	Current Value	Net Gain or (Loss)
Charles Schwab / Southland - XLP Sector SPDR TR Con Stpls	$ 395,837	$ 435,618	$ 488,560	$ 435,618	$ (52,942)
	$ 395,837	$ 435,618	$ 488,560	$ 435,618	$ (52,942)

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

DUNLOP MANUFACTURING, INC.
401(k) PROFIT SHARING PLAN
FEIN: 94-2440675
PLAN NUMBER 001

SCHEDULE OF DELINQUENT CONTRIBUTIONS
FORM 5500, SCHEDULE H, PART IV, LINE 4a
DECEMBER 31, 2013

Amount Withheld	Date Withheld	Date Remitted	Check Here if Late Loan Payments are Included	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Corrections in VFCP	Total Fully Corrected Under VFCP & PTE 2002-51
$311	4/6/2012	4/23/2012	X	$-	$311	$-	$-
$4,995	10/31/2012	11/14/2012	X	$-	$4,995	$-	$-
$4,350	11/15/2012	12/14/2012	X	$-	$4,350	$-	$-
$4,636	4/30/2013	5/14/2013	X	$-	$4,636	$-	$-

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

Schedule H, line 4i

Schedule of Assets (Acquired and Disposed of Within Year)

For the plan year beginning 01/01/2013 and ending 12/31/2013
Name of plan: DUNLOP MANUFACTURING, INC. 401(k) PROFIT SHARING PLAN
Employer Identification Number: 94-2440675 **Three-digit plan number: 001**

(a) Identity of issue, borrower, lessor, or similar party	(b) Description of investment including maturity date, rate of interest, collateral, par, or maturity value	(c) Costs of acquisitions	(d) Proceeds of dispositions
TDA / FIRST REP	BANK OF NEW YORK MELLON CORP PFD PERP/CALL	75,467	61,617
TDA / FIRST REP	BB&T CORPORATION PFD PERPETUAL 5.2% SER F	75,158	59,657
TDA / FIRST REP	DIGITL REALTY TRUST INC PRF SER G	75,087	59,822
TDA / FIRST REP	PNC FINL CORP PFD Q QTLY PERP/CALL 5.375%DIV	75,668	61,826
TDA / FIRST REP	PUBLIC STORATE PERP/CALL SER W 1/16/18 QRTLY	50,164	40,112
TDA / FIRST REP	VORNADO REALTY TRUST PFD SER L 5.4% QTRLY	74,815	60,681
TDA / FIRST REP	WELLS FARGO COMPANY PERP QTLY 5.125% DIV CALLAB	50,061	41,413
SCHWAB / SOUTHLAND	PONDX PIMCO INCM CL D	239,666	233,506
TDA / MERCER	SPDR GOLD TR GOLD SHS ETF	181,460	181,293
TDA / MERCER	AMEX SPDR UTILITIES SELECT INDEX	151,176	151,009
TDA / MERCER	PIMCO LOW DURATION FD INSTL	193,402	193,402
TDA / MERCER	VANGUARD SHT TM US TREA	388,739	388,739

Schedule H, line 4i

Schedule of Assets (Held At End of Year)

For the plan year beginning 01/01/2013 and ending 12/31/2013
Name of plan: DUNLOP MANUFACTURING, INC. 401(k) PROFIT SHARING PLAN
Employer Identification Number: 94-2440675 Three-digit plan number: 001

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current Value
	COLUMBIA	ACINX COLUMBIA ACORN INTERNATIONAL Z	N/A	223
	DOMINI	DSEFX DOMINI SOCIAL EQUITY INV	N/A	2,778
	OPPENHEIMER FUNDS	ODVIX OPPENHEIMER DEVELOPING MARKETS I	N/A	106
	AMERICAN FUNDS	RAFGX AMERICAN AMCAP FUND CLASS R-6	N/A	90,957
	AMERICAN FUNDS	RERGX AMERICAN EUROPACIFIC GROWTH FUND CL R6	N/A	65,634
	VANGUARD	VEIPX VANGUARD EQUITY INCOME INV	N/A	2,143
	VANGUARD	VFFVX VANGUARD TARGET RETIREMENT 2055	N/A	156
	VANGUARD	VFIFX VANGUARD TARGET RETIREMENT 2050	N/A	344
	VANGUARD	VFORX VANGUARD TARGET RETIREMENT 2040	N/A	89,970
	VANGUARD	VIBSX VANGUARD INTERM TERM BOND INDEX SIGNAL	N/A	13,340
	VANGUARD	VIFSX VANGUARD 500 INDEX SIGNAL	N/A	21,948
	VANGUARD	VIPSX VANGUARD INFLATION PROTECTED SECS INV	N/A	14,993
	VANGUARD	VMGRX VANGUARD MID CAP GROWTH	N/A	1,939
	VANGUARD	VMISX VANGUARD MID CAP INDEX FUND SIGNAL	N/A	27,635
	VANGUARD	VMMXX VANGUARD PRIME MONEY MARKET	N/A	97,807
	VANGUARD	VSISX VANGUARD SMALL CAP INDEX FUND SIGNAL	N/A	8,553
	VICTORY	VSOIX VICTORY SMALL COMPANY OPPORTUNITY FD	N/A	118
	VANGUARD	VTENX VANGUARD TARGET RETIREMENT 2010	N/A	13,903
	VANGUARD	VTHRX VANGUARD TARGET RETIREMENT 2030	N/A	23,371
	VANGUARD	VTINX VANGUARD TARGET RETIREMENT INCOME INV	N/A	16,467
	VANGUARD	VTIVX VANGUARD TARGET RETIREMENT 2045	N/A	4,243
	VANGUARD	VTTVX VANGUARD TARGET RETIREMENT 2025	N/A	2,211
	VANGUARD	VTWNX VANGUARD TARGET RETIREMENT 2020	N/A	139,517
	VANGUARD	VTXVX VANGUARD TARGET RETIREMENT 2015	N/A	1,632
	SCHWAB/SOUTHLAND	CASH	3,352	3,352
	SCHWAB/SOUTHLAND	DVY ISHARES DJ SELECT DIV FD	218,171	240,735
	SCHWAB/SOUTHLAND	SPY S P D R S&P 500 ETF TR	314,185	329,302
	SCHWAB/SOUTHLAND	SWGXX GOVT MONEY FUND	105,749	105,749
	SCHWAB/SOUTHLAND	XLP SECTOR SPDR TR CON STPLS	99,561	110,631
	SCHWAB/SOUTHLAND	XLY SECTOR SPDR TR CON STPLS	264,759	295,188
	TDA/FIRST REP	AMERICA MOVIL SAB DE CV COMPANY GUARNT	48,570	45,338
	TDA/FIRST REP	ANHEUSER BUSCH COS INC SE UNSECURED	120,167	111,538
	TDA/FIRST REP	BOEING CO SR NT	105,228	100,921
	TDA/FIRST REP	CONOCOPHILLIPS CORP GTD	101,458	104,238
	TDA/FIRST REP	HEWLETT PACKARD CO	46,435	45,747
	TDA/FIRST REP	JP MORGAN CHASE & CO SR NT	98,761	101,751
	TDA/FIRST REP	MERCK & OC INC NT	104,236	104,957
	TDA/FIRST REP	MICROSOFT CORP SR UNSECURED 4.2%	117,448	110,223
	TDA/FIRST REP	MORGAN STANLEY DEAN W MS SR NT	100,943	101,907
	TDA/FIRST REP	ORACLE CORP OZARK HLDG SR	102,978	109,160
	TDA/FIRST REP	SHELL INTERNATIONAL FIN BV SR UNSECURED	119,946	111,706
	TDA/FIRST REP	TEVA PHARMACEUTICAL FIN III B CO GUARNT M-W	47,590	47,139
	TDA/FIRST REP	ISHARES MSCI EAFE ETF	263,956	268,380
	TDA/FIRST REP	ISHARES MSCI EMERGING MKTS ETF	146,841	146,283
	TDA/FIRST REP	ISHARES US PREFERRED STOCK ETF	58,890	55,245
	TDA/FIRST REP	VANGUARD FTSE EUROPE ETF	69,463	73,500
	TDA/FIRST REP	INSURED DEPOSIT ACCOUNT	417,722	417,722
	TDA/FIRST REP	ABERDEEN FDS GLOBAL HIGH INCOME I	287,520	297,098
	TDA/FIRST REP	DOUBLELINE TOTAL RETURN BOND I	253,046	247,083
	TDA/FIRST REP	PIMCO FDS EMERGING LOCAL BOND	248,210	221,085
	TDA/FIRST REP	PIMCO LOW DURATION FD INSTL	262,520	258,004
	TDA/FIRST REP	RIDGEWORTH FDS SEIX FLOATING RATE HIGH INCM	255,550	255,221
	TDA/FIRST REP	AMERICAN TOWER CORP REIT	43,410	47,892
	TDA/FIRST REP	BIOMED REALTY TRUST INC COM	47,205	40,770
	TDA/FIRST REP	BOSTON PROP INC COM	42,343	40,148
	TDA/FIRST REP	DCT INDUSTRIAL TRUST INC COM	36,300	42,780
	TDA/FIRST REP	DIGITL REALTY TRUST INC COM	38,623	29,472
	TDA/FIRST REP	EASTGROUP PROPERTIES INC CM	30,183	28,965
	TDA/FIRST REP	HCP INC COM	30,038	30,872
	TDA/FIRST REP	HOST HOTELS AND RESORTS INC COM	32,173	34,020
	TDA/FIRST REP	KIMCO REALTY CORP	32,214	39,500
	TDA/FIRST REP	MACERICH CO COM	32,763	35,334
	TDA/FIRST REP	OMEGA HEALTHCARE INVESTORS INC	52,624	37,250

Schedule H, line 4i

Schedule of Assets (Held At End of Year)

For the plan year beginning 01/01/2013 and ending 12/31/2013
Name of plan: DUNLOP MANUFACTURING, INC. 401(k) PROFIT SHARING PLAN
Employer Identification Number: 94-2440675 Three-digit plan number: 001

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current Value
	TDA/FIRST REP	PROLOGIS COM	42,518	46,188
	TDA/FIRST REP	PUBLIC STORAGE	27,914	45,156
	TDA/FIRST REP	SIMON PROPERTY GROUP COM	39,371	38,040
	TDA/FIRST REP	SL GREEN REALTY CORP COM	46,616	46,190
	TDA/FIRST REP	STARWOOD HOTELS & RESORTS COM	41,147	59,588
	TDA/FIRST REP	TAUBMAN CENTERS INC	46,751	38,352
	TDA/FIRST REP	UDR INC COM	48,518	44,365
	TDA/FIRST REP	VENTAS INC COM	38,993	34,368
	TDA/FIRST REP	WEYERHAEUSER CO	45,308	47,355
	TDA/FIRST REP	ALEXANDRIA REAL EST EQUITIES PRFD-E	25,008	21,200
	TDA/FIRST REP	BANK OF AMERICA CORP PFD 6.204% SERIES D	24,978	24,090
	TDA/FIRST REP	CAPITAL ONE FINL CORP PFD 6% DIV	75,066	65,220
	TDA/FIRST REP	GOLDMAN SACHS GROUP INC SER I PREF 5.95%	75,391	64,170
	TDA/FIRST REP	KILROY REALTY CORP PFD SER G	25,867	21,930
	TDA/FIRST REP	KIMCO REALTY CORP 1/1000TH PFD SER	51,647	41,740
	TDA/FIRST REP	TAUBMAN CENTERS INC PRFD STOCK QTLY PERP	51,388	41,640
	TDA/MERCER	AQR INTL MOMENTUM L	29,349	39,619
	TDA/MERCER	AQR MANAGED FUTURES I	39,566	43,297
	TDA/MERCER	AQR MOMENTUM FUND L	71,897	84,917
	TDA/MERCER	AQR SMALL CAP MOMENTUM L	31,942	46,552
	TDA/MERCER	BAIRD SHORT-TERM BD INST	164,404	164,185
	TDA/MERCER	DFA DFA INTL III	33,547	32,005
	TDA/MERCER	DFA DFA US LG III	70,118	82,434
	TDA/MERCER	DFA EMERGING MKTS PTF	10,205	10,172
	TDA/MERCER	DFA EMERGING MKTS VALUE PTF	9,938	10,395
	TDA/MERCER	DFA INTL REAL ESTATE SEC PTF	17,753	15,783
	TDA/MERCER	DFA INTL SM CAP VAL PORT	14,989	21,681
	TDA/MERCER	DFA INTL SML PTFL	15,227	20,163
	TDA/MERCER	DFA REAL ESTATE PT	31,795	31,758
	TDA/MERCER	DFA TWO-YEAR GLOBAL FIXED PTF	331,854	328,774
	TDA/MERCER	DFA US SMALL CAP VALUE PORT	31,370	46,868
	TDA/MERCER	SCOUT FDS CORE BOND I	158,193	157,347
	TDA/MERCER	TD AMERITRADE CASH	6,592	6,592
	TDA/MERCER	AQR INTL MOMENTUM L	16,368	22,095
	TDA/MERCER	AQR MANAGED FUTURES I	25,383	27,776
	TDA/MERCER	AQR MOMENTUM FUND L	40,704	43,307
	TDA/MERCER	AQR SMALL CAP MOMENTUM L	16,393	23,891
	TDA/MERCER	BAIRD SHORT-TERM BD INST	202,914	202,715
	TDA/MERCER	DFA DFA INTL III	17,249	22,341
	TDA/MERCER	DFA DFA US LG III	39,918	48,113
	TDA/MERCER	DFA EMERGING MKTS PTF	15,572	15,531
	TDA/MERCER	DFA INTL REAL ESTATE SEC PTF	18,059	16,056
	TDA/MERCER	DFA INTL SM CAP VAL PORT	10,052	14,539
	TDA/MERCER	DFA INTL SML PTFL	10,420	13,798
	TDA/MERCER	DFA REAL ESTATE PT	35,302	35,335
	TDA/MERCER	DFA TWO-YEAR GLOBAL FIXED PTF	406,391	402,506
	TDA/MERCER	DFA US SMALL CAP VALUE PORT	15,598	12,409
	TDA/MERCER	SCOUT FDS CORE BOND I	199,444	198,724
	TDA/MERCER	TD AMERITRADE CASH	7,755	7,755
	TDA/MERCER	AQR INTL MOMENTUM L	36,965	42,125
	TDA/MERCER	AQR MANAGED FUTURES I	46,660	48,354
	TDA/MERCER	AQR MOMENTUM FUND L	86,764	93,275
	TDA/MERCER	AQR SMALL CAP MOMENTUM L	39,677	48,687
	TDA/MERCER	BAIRD SHORT-TERM BD INST	141,286	140,264
	TDA/MERCER	DFA DFA INTL III	38,649	42,678
	TDA/MERCER	DFA DFA US LG III	85,078	104,052
	TDA/MERCER	DFA EMERGING MARKETS SMALL CAP PTF	9,413	8,691
	TDA/MERCER	DFA EMERGING MKTS PTF	7,316	6,862
	TDA/MERCER	DFA EMERGING MKTS VALUE PTF	9,404	8,617
	TDA/MERCER	DFA INTL REAL ESTATE SEC PTF	16,245	15,406
	TDA/MERCER	DFA INTL SM CAP VAL PORT	14,187	16,874
	TDA/MERCER	DFA INTL SML PTFL	14,393	16,421
	TDA/MERCER	DFA REAL ESTATE PT	30,059	28,011

Schedule H, line 4i

Schedule of Assets (Held At End of Year)

For the plan year beginning 01/01/2013 and ending 12/31/2013
Name of plan: DUNLOP MANUFACTURING, INC. 401(k) PROFIT SHARING PLAN
Employer Identification Number: 94-2440675 Three-digit plan number: 001

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current Value
	TDA/MERCER	DFA TWO-YEAR FLOBAL FIXED PTF	195,827	195,055
	TDA/MERCER	DFA US SMALL CAP VALUE PORT	38,998	47,140
	TDA/MERCER	FDIC INSURED DEPOSIT ACCT	5,814	5,814
	TDA/MERCER	SCOUT CORE BOND I	144,793	141,490
	TDA/MERCER	AQR INTERNATIONAL DEFENSIVE EQU I	10,041	9,936
	TDA/MERCER	AQR INTL MOMENTUM L	82,536	84,930
	TDA/MERCER	AQR MANAGED FUTURES I	60,308	63,525
	TDA/MERCER	AQR MOMENTUM FUND L	181,593	187,795
	TDA/MERCER	AQR SMALL CAP MOMENTUM L	89,697	92,720
	TDA/MERCER	AQR US DEFENSIVE EQUITY FUND I	39,911	41,133
	TDA/MERCER	DFA DFA INTL III	82,822	82,725
	TDA/MERCER	DFA DFA US LG III	177,750	186,868
	TDA/MERCER	DFA EMERGING MARKETS SMALL CAP PTF	20,203	19,676
	TDA/MERCER	DFA EMERGING MKTS PTF	10,004	9,899
	TDA/MERCER	DFA EMERGING MKTS VALUE PTF	30,273	29,411
	TDA/MERCER	DFA INT LARGE CAP GROWTH PORTFOLIO	9,945	10,277
	TDA/MERCER	DFA INTL REAL ESTATE SEC PTF	12,431	11,599
	TDA/MERCER	DFA INTL SM CAP VAL PORT	30,285	30,980
	TDA/MERCER	DFA INTL SML PTFL	10,226	10,239
	TDA/MERCER	DFA REAL ESTATE PT	41,056	39,433
	TDA/MERCER	DFA US LRG CAP GROWTH PORTFOLIO	9,945	10,510
	TDA/MERCER	DFA US SMALL CAP GROWTH PORTFOLIO	13,969	10,754
	TDA/MERCER	DFA US SMALL CAP VALUE PORT	84,555	92,097
	TDA/MERCER	STEELPATH FUNDS OPPENHEIMER MLP SELECT 40	29,835	30,531
	TDA/MERCER	TD AMERITRADE CASH	5,803	5,803
	WEST AMERICA BANK	WESTAMERICA BANK -5	43,712	43,712
	WEST AMERICA BANK	WESTAMERICA BANK -6	301,350	301,350
*	PARTICIPANT LOANS	INTEREST RATES 5.25% TO 9.25%	0	1,069,041

Schedule H, Line 4

Schedule of Delinquent Participant Contributions

For the Plan Year Beginning **01/01/2013** and Ending **12/31/2013**
Name of Plan: **DUNLOP MANUFACTURING, INC. 401(k) PROFIT SHARING PLAN**
Employer Identification Number: **94-2440675** Three-digit plan number: **001**

Participant Contributions Transferred Late to Plan	Total that Constitute Nonexempt Prohibited Transactions			Total Fully Corrected Under VFCP and PTE 2002-51
Check here if Late Participant Loan Repayments are included: X	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	
$311		$311		
$4,995		$4,995		
$4,350		$4,350		
$4,636		$4,636		

Schedule H, line 4j
Schedule of Reportable Transactions.

Name of Employer
DUNLOP MANUFACTURING, INC.

Employer identification number
94-2440675

Plan Year **01/01/2013** to **12/31/2013**

Three-digit plan number ▶ **001**

(a) Identity of party involved	(b) Description of asset (include interest rate and maturity in case of a loan)	(c) Purchase Price	(d) Selling price	(e) Lease rental	(f) Expense incurred with transaction	(g) Cost of asset	(h) Current value of asset on transaction date	(i) Net gain or (loss)
SCHWAB / SOUTHLAND	**XLP SESCTOR SPDR TR CON STPLS**	**395837**	**435618**			**488560**	**435618**	**52942**