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
- ☒ 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
GILSTER-MARY LEE CORP EMPLOYEES PROFIT SHARING RETIREMENT TRUST

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 01/01/1973

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

GILSTER-MARY LEE CORPORATION

PO BOX 227
CHESTER, IL 62233

2b Employer Identification Number (EIN)
37-0951425

2c Sponsor's telephone number
618-826-2361

2d Business code (see instructions)
311900

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

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

SIGN HERE	Filed with authorized/valid electronic signature.	07/25/2014	ROBERT E. WELGE
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	07/25/2014	MICHAEL W. WELGE
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

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

Preparer's telephone number (optional)

3a Plan administrator's name and address ☐ Same as Plan Sponsor Name ☐ Same as Plan Sponsor Address

DELBERT DETHROW, MARY CRISLER & ROBERT WELGE

1037 STATE STREET
CHESTER, IL 62233

3b Administrator's EIN
62-1474711

3c Administrator's telephone number
618-826-2361

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

a Sponsor's name

4b EIN

4c PN

5	Total number of participants at the beginning of the plan year	**5**	3972
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**	4064
b	Retired or separated participants receiving benefits	**6b**	0
c	Other retired or separated participants entitled to future benefits	**6c**	0
d	Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	4064
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.	**6e**	0
f	Total. Add lines **6d** and **6e**.	**6f**	4064
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	4064
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	220
7	Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

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

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

9a Plan funding arrangement (check all that apply)

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

9b Plan benefit arrangement (check all that apply)

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

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

a Pension Schedules

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

b General Schedules

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

SCHEDULE C (Form 5500)	Service Provider Information	OMB No. 1210-0110
Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ **File as an attachment to Form 5500.**	**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
GILSTER-MARY LEE CORP EMPLOYEES PROFIT SHARING RETIREMENT TRUST

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
GILSTER-MARY LEE CORPORATION

D Employer Identification Number (EIN)
37-0951425

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)

KERBER, ECK & BRAECKEL, LLP

3266 LEXINGTON AVE
CAPE GIRARDEAU, MO 63701

43-0352985

(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	PLAN AUDITOR	32500	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

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

WELLS FARGO ADVISORS

34-1542819

(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?
33	INVESTMENT ADVISOR	103668	Yes [X] No [ ]	Yes [X] No [ ]	637	Yes [ ] No [X]

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

MORGAN STANLEY SMITH BARNEY LLC

227 W MONROE ST STE 3400
CHICAGO, IL 60606

26-4310632

(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?
27 50 72 33 71 49 19 99 15 64	INVESTMENT ADVISOR	52187	Yes [X] No [ ]	Yes [X] No [ ]	0	Yes [ ] No [X]

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

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

LPL FINANCIAL

9785 TOWNE CENTRE DRIVE
SAN DIEGO, CA 92121-1968

95-2834236

(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?
33 71	INVESTMENT ADVISOR	20262	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

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

EDWARD JONES

201 PROGRESS PARKWAY
MARYLAND HEIGHTS, MO 63403

43-1591643

(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?
33 71	INVESTMENT ADVISOR	10319	Yes [ ] No [X]	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
GILSTER-MARY LEE CORP EMPLOYEES PROFIT SHARING RETIREMENT TRUST

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
GILSTER-MARY LEE CORPORATION

D Employer Identification Number (EIN)
37-0951425

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	261344	278514
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	1101800	1242900
(2) Participant contributions	1b(2)		
(3) Other	1b(3)	91108	89775
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	2416535	4145388
(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)	1117860	1149280
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)	199799	190120
(B) Common	1c(4)(B)	41481317	51379354
(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)	2364331	2115007
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)	2784285	3425348

			(a) Beginning of Year	(b) End of Year
1d	Employer-related investments:			
	(1) Employer securities	1d(1)	26495688	26636376
	(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	78314067	90652062
	Liabilities			
g	Benefit claims payable	1g		
h	Operating payables	1h		
i	Acquisition indebtedness	1i		
j	Other liabilities	1j		
k	Total liabilities (add all amounts in lines 1g through1j)	1k		
	Net Assets			
l	Net assets (subtract line 1k from line 1f)	1l	78314067	90652062

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)	1242900	
	(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)		1242900
b	**Earnings on investments:**			
	(1) Interest:			
	(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	9501	
	(B) U.S. Government securities	2b(1)(B)		
	(C) Corporate debt instruments	2b(1)(C)	96898	
	(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)		106399
	(2) Dividends: **(A)** Preferred stock	2b(2)(A)	18105	
	(B) Common stock	2b(2)(B)	1434553	
	(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)		1452658
	(3) Rents	2b(3)		
	(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)	11503442	
	(B) Aggregate carrying amount (see instructions)	2b(4)(B)	9934522	
	(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		1568920
	(5) Unrealized appreciation (depreciation) of assets: **(A)** Real estate	2b(5)(A)		
	(B) Other	2b(5)(B)	11148636	
	(C) Total unrealized appreciation of assets. Add lines **2b(5)(A)** and **(B)**	2b(5)(C)		11148636

		(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		1170
d Total income. Add all **income** amounts in column (b) and enter total	2d		15520683
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	2942740	
(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)		2942740
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses: **(1)** Professional fees	2i(1)	40468	
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)	188592	
(4) Other	2i(4)	10888	
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		239948
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		3182688
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		12337995
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: KERBER, ECK & BRAECKEL LLP **(2)** EIN: 43-0352985

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

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

Part IV Compliance Questions

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

During the plan year:

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

			Yes	No	Amount
c	Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	4c		X	
d	Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)	4d		X	
e	Was this plan covered by a fidelity bond?	4e	X		500000
f	Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f		X	
g	Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	4g	X		26636376
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

FINANCIAL STATEMENTS AND INDEPENDENT AUDITOR'S REPORT

GILSTER-MARY LEE CORPORATION EMPLOYEES' PROFIT-SHARING RETIREMENT PLAN

DECEMBER 31, 2013 AND 2012

CONTENTS

	Page
Independent Auditor's Report	3
Statements of Net Assets Available for Plan Benefits	5
Statements of Changes in Net Assets Available for Plan Benefits	6
Notes to Financial Statements	7
Supplemental Information	18
Schedule of Assets Held for Investment Purposes	19
Schedule of Assets Acquired and Disposed of Within the Plan Year	22

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Independent Auditor's Report

To the Trustees
Gilster-Mary Lee Corporation Employees'
Profit-Sharing Retirement Plan

Report on the Financial Statements

We have audited the accompanying financial statements of the Gilster-Mary Lee Corporation Employees' Profit-Sharing Retirement Plan, which comprise the statements of net assets available for plan benefits (modified cash basis) as of December 31, 2013 and 2012, and the related statements of changes in net assets available for plan benefits (modified cash basis) 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 the modified cash basis of accounting described in Note A1; this includes determining that the modified cash basis of accounting is an acceptable basis for the preparation of the financial statements in the circumstances. Management is also responsible for 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 Plan's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Plan's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for plan benefits (modified cash basis) of the Gilster-Mary Lee Corporation Employees' Profit-Sharing Retirement Plan as of December 31, 2013 and 2012, and the changes in net assets available for plan benefits (modified cash basis) for the years then ended, in accordance with the modified cash basis of accounting described in Note A1.

Basis of Accounting

We draw attention to Note A1 of the financial statements, which describes the basis of accounting. The financial statements and supplemental information were prepared on a modified cash basis of accounting, which is a comprehensive basis of accounting other than accounting principles generally accepted in the United States of America. Our opinion is not modified with respect to that 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 schedules of Assets Held for Investment Purposes and Assets Acquired and Disposed of Within the Plan Year, 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.

Kerber, Eck & Braeckel LLP

Cape Girardeau, Missouri
July 23, 2014

GILSTER-MARY LEE CORPORATION EMPLOYEES' PROFIT-SHARING RETIREMENT PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR PLAN BENEFITS
(prepared on the modified cash basis)
December 31,

	2013	2012
Investments at fair value (notes A2, C and D)		
Common and preferred stocks		
Employer company - affiliate	$ 26,636,376	$ 26,495,688
Others	51,569,474	41,681,116
Discretionary trusts	3,425,348	2,784,285
Investment companies and unit trusts		
U.S. Government and other income funds	2,115,007	2,364,331
Corporate bonds	1,149,280	1,117,860
Certificates of deposit	888,334	883,626
Money market and savings accounts	664,073	577,940
Broker cash accumulation funds	2,592,981	954,969
	89,040,873	76,859,815
Receivables		
Employer contributions (note E)	1,242,900	1,101,800
Accrued interest and dividends	89,775	91,108
	1,332,675	1,192,908
Cash	278,514	261,344
Net assets available for plan benefits	$ 90,652,062	$ 78,314,067

The accompanying notes are an integral part of these statements.

GILSTER-MARY LEE CORPORATION EMPLOYEES' PROFIT-SHARING RETIREMENT PLAN
STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR PLAN BENEFITS
(prepared on the modified cash basis)
FOR THE YEAR ENDED DECEMBER 31,

	2013	2012
Additions to net assets attributed to		
Contributions		
Employer company - affiliate (note E)	$ 1,242,900	$ 1,101,800
Investment income		
Dividends and interest	1,559,057	1,849,328
Net appreciation (depreciation) in fair value of investments (note C)	12,717,556	5,777,779
	14,276,613	7,627,107
Other income	1,170	177
Total additions	15,520,683	8,729,084
Deductions from net assets attributed to		
Benefits paid to participants	2,942,740	2,703,383
Administrative expenses	239,948	180,001
Total deductions	3,182,688	2,883,384
NET INCREASE (DECREASE)	12,337,995	5,845,700
Net assets available for plan benefits		
Beginning of year	78,314,067	72,468,367
End of year	$ 90,652,062	$ 78,314,067

The accompanying notes are an integral part of these statements.

NOTE A – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

A summary of the significant accounting policies applied in the preparation of these financial statements follows.

1. Basis of accounting

The plan financial statements are presented on the modified cash basis of accounting, which is a comprehensive basis of accounting other than generally accepted accounting principles. These financial statements include adjusting assets to fair market value, accruing employer contributions and accruing interest and dividend receivables. The financial statements omit recognition of accrued expenses and deferred benefits payable. Accordingly, these statements are not intended to and do not present financial position and results of operations in conformity with generally accepted accounting principles.

2. Valuation of investments and income recognition

If available, quoted market prices are used to value investments. The plan dates used in valuation of publicly traded securities held were December 31, 2013, and January 2, 2013. The amounts shown in note C for securities that have no quoted market price represent estimated fair value. Many factors are considered in arriving at fair value. In general, however, corporate bonds are valued based on yields currently available on comparable securities of issuers with similar credit ratings. Investments in certain restricted common stocks are valued at the quoted market price of the issuer's unrestricted common stock less an appropriate discount. The amount of investments that have no quoted market prices and the method by which they are valued by the plan's trustees are included in note C.

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

3. Cash and cash equivalents

The plan includes cash, money market accounts and certificates of deposit as cash and cash equivalents.

The Plan maintains cash balances at several financial institutions. Accounts at each institution are insured by Federal Deposit Insurance Corporation up to $250,000. Uninsured balances aggregate approximately $1,023,136 at December 31, 2013 and $915,776 at December 31, 2012. The Plan has not experienced any losses in such accounts and believes it is not exposed to any credit risk on cash and cash equivalents.

4. Estimates

The preparation of financial statements in conformity with the modified cash basis of accounting requires the plan administrator to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results may differ from those estimates.

5. Payments of benefits

Benefits are recorded when paid.

NOTE A – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - Continued

6. Subsequent events

Subsequent events were evaluated through July 23, 2014, which is the date the financial statements were available to be issued.

NOTE B – DESCRIPTION OF PLAN

1. General

The Gilster-Mary Lee Corporation Employees' Profit-Sharing Retirement Plan is a defined contribution pension plan covering substantially all employees of Gilster-Mary Lee Corporation. Established in 1972, the plan provides for pension, death, and disability benefits. The plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA) and the Retirement Equity Act of 1984.

2. Allocations to participant account balances

Contributions to the plan are determined by the employer Board of Directors on a discretionary basis as a percent of net income after tax. Contributions and forfeitures are allocated to participants in proportion to their compensation on an annual basis. The participants may not make additional contributions to their account. Plan income is allocated annually to participants in proportion to each participant's share of the Trust Fund.

3. Plan benefits

Vesting of plan assets allocated to each participant's account is based on the completed years of service. An employee must complete 1,000 hours of service during the plan year to receive credit for a year of service for vesting purposes. The participant's account becomes fully vested upon five years of service.

Each participant may retire after he reaches sixty-five (65) years of age, at which time his account becomes fully vested. Participant retirements or terminations prior to age sixty-five are entitled to receive the vested portion of their account. In the event of death or disability, a participant's account becomes fully vested and their beneficiary becomes entitled to receive the total account balance.

4. Plan termination

It is the Company's intention to continue this plan indefinitely. However, in the event the plan is terminated, all accounts of participants will become fully vested. Upon termination of the trust, the administrator will distribute all assets remaining in the trust fund, after payment of any expenses properly chargeable against it, to the participants in accordance with the value of participants' account balances.

5. Forfeited accounts

At December 31, 2013 and December 31, 2012 forfeited nonvested accounts totaled $53,672 and $53,093 respectively. These accounts are reallocated to participants in the same manner as employer contributions.

NOTE C – INVESTMENTS

The plan's assets are held and managed by the plan trustees. The fair values of the plan's investments appreciated (depreciated) as follows (including investments bought and sold as well as held at year end):

	Year Ended December 31, 2013	
	Net Appreciation (Depreciation) in fair value	Fair Value at End of Year
Fair Values as Determined by Quoted Market Price:		
Common and preferred stocks	$ 12,193,575	$ 51,569,474
Investment companies and unit trust Income funds	(249,324)	2,115,007
Corporate bonds	29,136	1,149,280
	11,973,387	54,833,761
Fair Value Estimated By the Plan Trustees:		
Employer company common stock	140,688	26,636,376
Discretionary trust	598,773	3,425,348
Certificates of deposit	4,708	888,334
Cash investment accounts:		
Money market, savings, and broker accounts	N/A	3,257,054
	$ 12,717,556	$ 89,040,873

NOTE C – INVESTMENTS – Continued

	Year Ended December 31, 2012	
	Net Appreciation (Depreciation) in fair value	Fair Value at End of Year
Fair Values as Determined by Quoted Market Price:		
Common and preferred stocks	$ 5,259,800	$ 41,681,116
Investment companies and unit trust Income funds	130,252	2,364,331
Corporate bonds	171,219	1,117,860
	5,561,271	45,163,307
Fair Value Estimated By the Plan Trustees:		
Employer company common stock	(63,090)	26,495,688
Discretionary trust	281,728	2,784,285
Certificates of deposit	(2,130)	883,626
Cash investment accounts:		
Money market, savings, and broker accounts	N/A	1,532,909
	$ 5,777,779	$ 76,859,815

Employer Company Common Stock (Mary Lee Packaging Corporation)

Mary Lee Packaging Corporation is a holding company whose main assets are 100% holdings in Gilster-Mary Lee Corporation common stock, the plan sponsor. The fair value of Mary Lee Packaging Corporation common stock, as determined by Trustees, is a simple average of the GAAP and tax book values of the Company. The Company is valued at approximately 100% and 100% of the book value of the holding company assets at December 31, 2013 and 2012, respectively. The holding company investment in Gilster-Mary Lee Corporation common stock is accounted for on the equity method and represents approximately 99% of Mary Lee Packaging Corporation assets. The plan's holdings in Mary Lee Packaging Corporation approximated 13% and 13% of the total stock issued and outstanding for 2013 and 2012, respectively.

During 2013, the Plan sponsor engaged an independent company to perform an appraisal of the common stock of Mary Lee Packaging Corporation. The valuation from this appraisal approximated the values used by the Plan for the employer sponsor common stock.

The total value of the investment in the holding company ($26,636,376 and $26,495,688, respectively) represents approximately 30% and 34% of plan total assets at the respective year ends. The original cost of the employer company stock was $7,476,810, at December 31, 2013 and 2012, respectively. Dividend income for 2013 and 2012 amounted to $44,984 and $44,984 respectively.

NOTE C – INVESTMENTS – Continued

Certificates of deposit

As of December 31, 2013 and 2012, the plan held certificates of deposit in the amounts of $888,334 and $883,626 respectively. The certificates of deposit pay interest of 0.35% to 0.75%. The due dates range from January 7, 2014 through August 25, 2014.

Included in the certificates of deposit shown above, are certificates held at financial institutions at which the trustees of the plan and the employer company are also stockholders. These certificates of deposit amounted to $680,548 and bear interest at rates from 0.41% to 0.75%.

The fair values of individual investments that represent approximately five percent or more of the plan's assets are as follows:

	December 31, 2013		December 31, 2012	
	Shares	Fair Value	Shares	Fair Value
Common Stocks:				
Mary Lee Packaging Corporation (employer holding company)	11,246	$ 26,636,376	11,246	$ 26,495,688
ConAgra Foods Inc.	-	-	128,500	3,866,565
Ford Motor Company	500,000	7,715,000	500,000	6,600,000
Kroger Company	170,000	6,720,100	172,000	4,535,640
Other individual investments under five percent (5%) of plan assets		47,969,397		35,361,922
Total Investments		$ 89,040,873		$ 76,859,815

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. The framework provides for a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. This hierarchy consists of three broad levels: Level 1 inputs consist of unadjusted quoted prices in active markets for identical assets and have the highest priority, Level 2 inputs consist of observable inputs other than quoted prices for identical assets, and Level 3 inputs have the lowest priority. The Plan uses appropriate valuation techniques based on the available inputs to measure the fair value of its investments. When available, the Plan measures fair value using Level 1 inputs because they generally provide the most reliable evidence of fair value. Level 3 inputs were used only when Level 1 or Level 2 inputs were not available.

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.

Level 1 Fair Value Measurements

The fair value measurements of common stock, corporate bonds and investment company and unit trust income funds are based on quoted market prices, when available.

Level 2 Fair Value Measurements

The fair value of discretionary trusts is based on the values of the underlying assets. These trusts include investments in publicly traded securities such as common and preferred stocks and corporate bonds and notes.

Level 3 Fair Value Measurements

The fair value of the employer company common stock is determined annually by the trustees as described in note C. The fair value of certificates of deposit is based on amortized cost or original cost plus accrued interest. The carrying values of cash in money market accounts, savings accounts and brokerage accounts approximate its fair value at December 31, 2013. The following table provides further details of the Level 3 fair value measurement of the employer company common stock and the certificates of deposit.

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.

NOTE D – FAIR VALUE MEASUREMENTS - Continued

The Plan's investments are reported at fair value in the accompanying statement of net assets available for benefits. The following tables present fair value measurement information.

		Fair Value Measurements at Reporting Date 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)
Employer company common stock	$ 26,636,376	$ -	$ -	$ 26,636,376
Common and preferred stocks				
Energy	740,625	740,625	-	-
Materials	4,206,490	4,206,490	-	-
Industrials	6,953,259	6,953,259	-	-
Consumer discretionary	14,398,004	14,398,004	-	-
Consumer staples	14,825,323	14,825,323	-	-
Health care	1,312,706	1,312,706	-	-
Financials	2,188,282	2,188,282	-	-
Information technology	247,104	247,104	-	-
Telecommunications	6,408,932	6,408,932	-	-
Utilities	288,749	288,749	-	-
Total common and preferred stocks	51,569,474	51,569,474	-	-
Discretionary trusts	3,425,348	-	3,425,348	-
Investment companies and unit trust income funds				
Income funds	1,656,022	1,656,022	-	-
Growth funds	458,985	458,985	-	-
Total investment companies and unit trust income funds	2,115,007	2,115,007	-	-
Certificates of deposit	888,334	-	-	888,334
Corporate bonds				
A- rated	158,550	158,550	-	-
BB rated	418,400	418,400	-	-
BB- rated	53,900	53,900	-	-
B+ rated	518,430	518,430	-	-
Total corporate bonds	1,149,280	1,149,280	-	-
Money market, savings and broker accounts	3,257,054	-	-	3,257,054
	$ 89,040,873	$ 54,833,761	$ 3,425,348	$ 30,781,764

NOTE D – FAIR VALUE MEASUREMENTS – Continued

		Fair Value Measurements at Reporting Date 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)
Employer company common stock	$ 26,495,688	$ -	$ -	$ 26,495,688
Common and preferred stocks				
Energy	237,410	237,410	-	-
Materials	3,443,494	3,443,494	-	-
Industrials	3,061,610	3,061,610	-	-
Consumer discretionary	11,667,602	11,667,602	-	-
Consumer staples	11,598,201	11,598,201	-	-
Health care	1,384,468	1,384,468	-	-
Financials	3,298,163	3,298,163	-	-
Information technology	319,427	319,427	-	-
Telecommunications	6,446,922	6,446,922	-	-
Utilities	223,819	223,819	-	-
Total common and preferred stocks	41,681,116	41,681,116	-	-
Discretionary trusts	2,784,285	-	2,784,285	-
Investment companies and unit trust income funds				
Income funds	1,917,860	1,917,860	-	-
Growth funds	446,471	446,471	-	-
Total investment companies and unit trust income funds	2,364,331	2,364,331	-	-
Certificates of deposit	883,626	-	-	883,626
Corporate bonds				
A rated	157,350	157,350	-	-
BB- rated	107,250	107,250	-	-
B+ rated	357,840	357,840	-	-
B- rated	495,420	495,420	-	-
Total corporate bonds	1,117,860	1,117,860	-	-
Money market, savings and broker accounts	1,532,909	-	-	1,532,909
	$ 76,859,815	$ 45,163,307	$ 2,784,285	$ 28,912,223

NOTE D – FAIR VALUE MEASUREMENTS – Continued

Level 3 Fair Value Measurements – Continued

The following tables set forth a summary of changes in the fair value of the plan's level 3 assets for the years ended December 31, 2013 and 2012.

December 31, 2013	Employer Company Common Stock	Certificates of Deposit	Total
Beginning balance	$ 26,495,688	$ 883,626	$ 27,379,314
Realized gains (losses)	-	-	-
Unrealized gains (losses) relating to instruments still held at the reporting date	140,688	-	140,688
Purchases	-	-	-
Sales	-	-	-
Issuances	-	-	-
Settlements	-	4,708	4,708
Ending balance	$ 26,636,376	$ 888,334	$ 27,524,710
Total gains or losses for the year included in changes in net assets available for benefits attributable to the change in unrealized gains or losses relating to investments still held at the reporting date	$ 140,688	$ -	$ 140,688

NOTE D – FAIR VALUE MEASUREMENTS – Continued

Level 3 Fair Value Measurements – Continued

December 31, 2012	Employer Company Common Stock	Certificates of Deposit	Total
Beginning balance	$ 26,558,778	$ 885,756	$ 27,444,534
Realized gains (losses)	-	-	-
Unrealized gains (losses) relating to instruments still held at the reporting date	(63,090)	-	(63,090)
Purchases	-	-	-
Sales	-	-	-
Issuances	-	-	-
Settlements	-	(2,130)	(2,130)
Ending balance	$ 26,495,688	$ 883,626	$ 27,379,314
Total gains or losses for the year included in changes in net assets available for benefits attributable to the change in unrealized gains or losses relating to investments still held at the reporting date	$ (63,090)	$ -	$ (63,090)

NOTE E – EMPLOYER CONTRIBUTIONS RECEIVABLE

The employer company made cash contributions to the plan of $1,242,900 and $1,101,800 in 2013 and 2012, respectively.

NOTE F - EMPLOYEE CONTRIBUTIONS

Generally, employee contributions are not permitted under the plan except for re-employment participants who may repay prior plan distributions and participant transfers or rollover contributions from other qualified employee retirement plans.

NOTE G – PLAN TAX STATUS

The Internal Revenue Service (IRS) has ruled the plan qualifies under the Internal Revenue Code (IRC) and is, therefore, not subject to tax under present income tax law. Once qualified, the Plan is required to operate in conformity with the IRC to maintain its qualification. The plan trustees are not aware of any action or event that has occurred that might affect the plan's qualified status.

NOTE G – PLAN TAX STATUS – Continued

The plan obtained its latest determination letter on December 29, 2009, 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 not been amended since receiving the determination letter.

The plan administrator and the plan's tax counsel believe that the plan is currently designed and being operated in compliance with the applicable requirements of the Internal Revenue Code. Therefore, they believe that the plan was qualified and the related trust was tax-exempt as of the financial statement date.

The plan has adopted Financial Accounting Standards Board (FASB) *Accounting Standards Codification (ASC) 740 Income Taxes* which prescribes a comprehensive model for how a plan should recognize, measure, present, and disclose in its financial statements uncertain tax positions that it has taken or plans to take on a tax return. Management has determined that the adoption of FASB ASC 740 did not have a material impact on Gilster-Mary Lee Corporation Employees' Profit-Sharing Retirement Plan's financial statements. The plan evaluates expiring statutes of limitations, audits, changes in tax law, and new authoritative rulings. Penalties and interest assessed by taxing authorities are included in the provision for income taxes, if applicable. There were no penalties and interest for 2013 and 2012. 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 2009.

NOTE H – TRANSACTIONS WITH PARTIES IN INTEREST

Note C includes transactions considered to be related party transactions with the plan employer company.

The employer company provides personnel and equipment for plan operations. No cost is charged to the plan for these services.

Pursuant to Prohibited Transaction Class Exemption 86-128 (PTCE 86-128), the plan has engaged the services of a broker sales representative who is the daughter of a trustee of the plan. This broker sales representative held assets of the plan of $16,762,899 and $13,063,141 at December 31, 2013 and 2012. The plan engaged an authorizing fiduciary for the approval of this transaction and at December 31, the fiduciary indicated they saw no reason to revoke the brokerage transaction authorization. Brokerage fees charged on the account were $54,173 and $41,108 for the years 2013 and 2012, respectively.

Fees paid during the year for legal, accounting, and other services rendered by parties in interest were based on customary and reasonable rates for such services.

NOTE I – RISKS AND UNCERTAINTIES

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

SUPPLEMENTAL INFORMATION

GILSTER-MARY LEE CORPORATION EMPLOYEES' PROFIT-SHARING RETIREMENT PLAN
SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES
December 31, 2014

(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
	Accenture Ltd	502 Shares	17,594	41,274
	AllianceBernstein Inc	61,333 Shares	713,688	437,304
	Alcatel Lucent ADS	1,860 Shares	25,652	8,184
	Alliant Energy Corp	422 Shares	19,375	21,775
	Altria Group Inc	23,289 Shares	516,095	894,065
	Ameren Corporation	1,287 Shares	55,938	46,538
	American Express	893 Shares	39,478	81,022
	American International Group Inc	1,000 Shares	100,217	51,050
	American International Group Inc Warrant	532 Shares	12,620	10,773
	AMR Corp	30,000 Shares	223,497	341,700
	ANI Pharmaceuticals Inc.	201 Shares	1,594	4,036
	Applied Materials Inc	2,142 Shares	39,952	37,871
	Arch Coal Inc	25,000 Shares	118,218	111,250
	Armour Residential REIT	5,000 Shares	38,863	20,050
	AT & T Corporation	106,500 Shares	3,202,175	3,744,540
	Automatic Data Processing	680 Shares	34,232	54,944
	B & G Foods Inc	52,000 Shares	481,950	1,763,320
	Bank of America Corporation	37,167 Shares	592,332	578,690
	BB&T Corp	1,229 Shares	49,986	45,866
	BCE Inc	2,800 Shares	121,572	121,212
	Beam Inc	608 Shares	39,059	41,380
	Bioscrip Inc	4,000 Shares	25,440	29,600
	Boyd Gaming Corp	31,000 Shares	1,333,332	349,060
	Canadian Pacific Railway	289 Shares	17,914	43,731
	Capstone Turbine Corp	10,000 Shares	15,596	12,900
	Capital Product Partners	30,000 Shares	286,872	314,100
	Carnival Corp	6,941 Shares	292,430	278,820
	Century Link Inc	34,000 Shares	1,328,745	1,082,900
	Chevron Corp	508 Shares	50,015	63,454
	Cinemark Holdings	9,000 Shares	107,152	299,970
	Citigroup Inc	1,436 Shares	591,365	74,830
	Clorox Company	8,680 Shares	177,111	805,157
	Coca Cola Co	626 Shares	19,960	25,860
	Cohen & Steers Quality Income Fund	10,205 Shares	59,300	96,743
	Columbia Strategic Income Fund	2,080 Shares	26,000	12,480
	Comcast Corp New	2,890 Shares	83,509	150,193
	ConAgra Inc	129,538 Shares	2,963,005	4,365,431
	Conoco Phillips	562 Shares	35,334	39,705
	Covanta Holdings Corp	9,000 Shares	161,452	159,750
	CST Brands	123 Shares	3,164	4,517
	Delphi Automotive Systems	2,794 Shares	35,412	2,068
	Delta Airlines Inc	137,000 Shares	1,561,698	3,763,390
	Direct TV Group Inc	493 Shares	7,720	34,047
	Dominion Resources Inc	1,104 Shares	49,930	71,418
	Duke Realty Corp	690 Shares	30,570	10,378
	Dupont De Nemours	1,000 Shares	49,872	64,970
	Eaton Vance Limited Duration Income Fund	6,514 Shares	94,400	99,664
	Ecolab Inc	219 Shares	10,757	22,835
	Entertainment Gaming Asia	7,500 Shares	92,860	9,300
	Emerson Electric Co	804 Shares	27,263	56,425
	Entercom Communications	9,000 Shares	262,919	94,590
	Entergy Corporation	500 Shares	8,375	31,635
	Exide Technologies	5,000 Shares	47,102	850
	Ford Motor Company	500,000 Shares	3,915,812	7,715,000
	Frontier Communications	8,398 Shares	-	39,051
	Gaming Partners Intl Corp	12,000 Shares	140,585	98,040
	General Electric Co	35,364 Shares	562,094	991,253
	GlaxoSmithKline Plc	1,075 Shares	59,959	57,394
	Hanesbrands Inc	50,000 6.375% Bond due 12/15/20	51,909	54,800
	HSBC ADR	1,214 Shares	70,000	66,928
	Illinois Tool Works Inc	420 Shares	21,719	35,314
	Integra Bank Corporation	4,410 Shares	161,610	9

GILSTER-MARY LEE CORPORATION EMPLOYEES' PROFIT-SHARING RETIREMENT PLAN
SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES - Continued
December 31, 2014

(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
	Intel Corp	2,314 Shares	44,964	60,048
	iPATH S&P 500 VIX STF ETN	937 Shares	161,973	39,869
	Jaguar Mining Inc	25,000 Shares	191,491	1,125
	Johnson & Johnson	842 Shares	52,985	77,119
	Johnson Controls, Inc	406 Shares	11,296	20,828
	Kellogg Co	475 Shares	24,977	29,008
	Kimberly Clark Corp	366 Shares	23,993	38,232
	Kraft Foods Group Inc	342 Shares	12,867	18,437
	Mondelez International Inc	1,028 Shares	35,438	36,288
	Kroger Company	170,000 Shares	2,268,490	6,720,100
	Latam Airlines Group	12,000 Shares	191,328	195,720
	Leap Frog	15,000 Shares	146,479	119,100
	Leggett & Platt Inc	1,803 Shares	50,017	55,785
	LSI Corp	541 Shares	15,884	5,967
*	Mary Lee Packaging	11,246 Shares	7,476,810	26,636,376
	Maxxam Inc	32 Shares	364,047	21,952
	MDU Resources Group Inc	1,623 Shares	38,275	49,583
	Merck & Co	7,699 Shares	353,920	385,335
	MFS Multi Market Income Trust	62,000 Shares	617,780	410,440
	MFS Government Market Income Trust	20,000 Shares	200,000	114,600
	MGM Bond	150,000 7.5% Bond due 6/1/16	150,458	168,750
	MGM Mirage	310,000 7.625% Bond due 1/15/17	297,869	349,680
	MGM Resorts International	30,100 Shares	946,509	707,952
	MFS Intermediate Income Trust	30,000 Shares	300,000	155,400
	ML Capital Trust	4,000 7% Preferred shares	105,800	100,640
	Monarch Casino & Resort	35,000 Shares	771,697	702,800
	Morgan Stanley Bond	150,000 3.80% Bond due 4/29/16	149,222	158,550
	Morgan Stanley Trust	4,000 5.75% Preferred shares	100,000	89,480
	National Health Investors	4,072 Shares	120,150	228,439
	Navios Maritime Holdings	80,000 Shares	545,372	892,800
	Navios Maritime Partners	17,000 Shares	266,676	325,040
	NCR Corporation	562 Shares	2,683	19,142
	Newell Rubbermaid Inc	4,000 Shares	40,512	129,640
	Newmarket Corporation	12,000 Shares	409,191	4,009,800
	News Corp Limited	26 Shares	190	469
	Occidental Petroleum	706 Shares	70,084	67,141
	OGE Energy Corp	2,000 Shares	23,012	67,800
	Oncothyreon Inc	4,998 Shares	85,752	8,796
	Party Digital Entertainment	1,500 Shares	47,247	3,090
	Peabody Energy	360,000 Shares	362,284	363,600
	Pfizer Inc	11,168 Shares	241,600	342,076
	Phoenix Co Inc	2,000 Shares	97,486	122,800
	Pimco Strategic Global Gov Fund	10,000 Shares	125,000	97,800
	Pinnacle Entertainment	15,000 Shares	433,762	389,850
	Pitney Bowes Inc	25,000 Shares	498,824	582,500
	Precision Drilling Trust	17,829 Shares	136,902	167,058
	Procter & Gamble	801 Shares	47,158	65,209
	Putnam Premier Income Trust	20,000 Shares	200,000	108,800
	Redwood Trust Inc	4,000 Shares	75,486	77,480
	Regal Entertainment Group	30,000 Shares	454,227	583,500
	Repligen Corp	25,000 Shares	101,591	341,000
	RLJ Entertainment Inc	436 Shares	10,125	2,088
	Royal Dutch Shell Plc	739 Shares	49,979	52,669
	Legg Mason Fundamental Value	15,889 Shares	253,001	260,739
	DWS High Income Trust	5,000 Shares	120,000	45,700
	Silicon Graphics Inc	697 Shares	-	21
	Sirius XM Radio Inc	80,000 Shares	205,630	279,200
	Six Flags Entertainment	11,000 Shares	418,981	405,020
	Morgan Stanley- Lazard	1,000 Managed Fund	458,691	458,691
	Morgan Stanley- Thornburg	1,000 Managed Fund	419,060	419,060
	Morgan Stanley- Tradewinds	1,000 Managed Fund	425,836	425,836
	Morgan Stanley- Clearbridge	1,000 Managed Fund	748,586	748,586
	Morgan Stanley- Renaissance	1,000 Managed Fund	281,355	281,355
	Morgan Stanley - Winslow	1,000 Managed Fund	342,729	342,729
	Morgan Stanley - Metropolitan West	1,000 Managed Fund	526,705	526,705

GILSTER-MARY LEE CORPORATION EMPLOYEES' PROFIT-SHARING RETIREMENT PLAN
SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES - Continued
December 31, 2014

(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
	Morgan Stanley- Premier	1,000 Managed Fund	222,387	222,387
	Staples Inc	1,613 Shares	19,371	25,631
	St. Jude Medical Inc.	501 Shares	24,949	31,037
	Travelers Companies Inc	132 Shares	5,193	11,951
	Target Corp.	340 Shares	24,988	21,512
	Teradata Corp	562 Shares	2,683	25,565
	Teva Pharmaceutical Ind	906 Shares	49,971	36,312
	Thomson Reuters Corp	931 Shares	28,284	35,210
	Time Warner	4,332 Shares	242,527	302,027
	Time Warner Cable	1,087 Shares	79,909	147,290
	Toronto Dominion Bank	235 Shares	8,605	22,146
	Twenty First Century Fox	108 Shares	1,468	3,798
	TE Connectivity LTD	1 Shares	-	55
	Tyco International	1 Shares	-	41
	United Technologies Corp	719 Shares	59,923	81,822
	US Airways Group Inc	30,000 Shares	263,845	757,500
	US Bancorp	1,887 Shares	65,008	76,235
	US Steel Bond	50,000 6.05% bond due 6/1/17	50,459	53,900
	Valero Energy Corp.	1,108 Shares	35,605	55,843
	Verizon Communications	25,000 Shares	850,177	1,228,500
	VF Corp	1,048 Shares	22,690	65,332
	Visteon	4 Shares	3,293	328
	Visteon Warrant	14 Shares	-	-
	Vodafone Airtouch ADS	3,750 Shares	102,097	147,413
	Weingarten Realty Investor	612 Shares	25,156	16,781
	Wells Fargo & Co	8,000 Shares	498,169	363,200
	Western Asset Emerging Market Fund	11,002 Shares	217,974	189,234
	Western Asset Global High Income Fund	15,177 Shares	226,603	185,766
	Windstream Corporation	4,931 Shares	54,783	39,349
	YRC Worldwide Inc	4 Shares	4,464	69
	3M Company	374 Shares	26,375	52,454
			-	-
*	Alliance Bank	100,000 CD @ 0.75% due 5/10/14	100,000	100,000
	Bank of Missouri	107,135 CD @ 0.41% due 08/25/14	107,135	107,135
*	Buena Vista National Bank	580,548 CD @ 0.7% due 01/07/14	580,548	580,548
	First National Bank, Steeleville	100,652 CD @ 0.40% due 03/27/14	100,652	100,651
			-	-
Cash			-	-
	Money market accounts	N/A	664,073	664,073
	Broker cash accumulation accounts	N/A	2,592,981	2,592,981
			$ 52,397,130	$ 89,040,873

* Indicates Party in Interest

GILSTER-MARY LEE CORPORATION EMPLOYEES' PROFIT-SHARING RETIREMENT PLAN
SCHEDULE OF ASSETS ACQUIRED AND DISPOSED OF WITHIN THE PLAN YEAR
December 31, 2013

(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
AEROPOSTALE, INC	3,000 SHARES	41,460	41,606
ARCH COAL, INC	10,000 SHARES	48,708	49,999
ARCH COAL, INC	10,000 SHARES	52,514	49,447
ARCH COAL, INC	10,000 SHARES	41,389	49,447
B&G FOODS	3,000 SHARES	84,245	88,728
B&G FOODS	2,000 SHARES	60,676	61,129
B&G FOODS	3,000 SHARES	90,847	91,915
BOYD GAMING CORP	3,000 SHARES	30,360	33,558
CENTURY LINK	3,000 SHARES	99,937	103,067
CENTURY LINK	2,000 SHARES	62,544	63,649
COLE REAL ESTATE	5,000 SHARES	54,779	57,456
COLE REAL ESTATE	5,000 SHARES	56,069	57,456
COVANTA	2,000 SHARES	40,204	42,123
COVANTA	2,000 SHARES	41,113	42,381
DARDEN RESTAURANTS INC	2,000 SHARES	98,134	98,737
DARDEN RESTAURANTS INC	2,000 SHARES	97,244	98,301
DARDEN RESTAURANTS INC	2,000 SHARES	90,904	92,322
DARDEN RESTAURANTS INC	2,000 SHARES	92,816	97,359
DARDEN RESTAURANTS INC	2,000 SHARES	92,246	96,645
DELTA AIRLINES INC	13,000 SHARES	198,139	222,404
DELTA AIRLINES INC	3,000 SHARES	58,033	59,099
FORD MOTOR COMPANY	5,000 SHARES	64,906	65,993
FORD MOTOR COMPANY	5,000 SHARES	64,502	65,393
FORD MOTOR COMPANY	5,000 SHARES	65,503	67,080
FORD MOTOR COMPANY	5,000 SHARES	65,993	66,839
FORD MOTOR COMPANY	5,000 SHARES	67,343	68,097
FORD MOTOR COMPANY	10,000 SHARES	141,110	142,687
FORD MOTOR COMPANY	5,000 SHARES	70,212	70,676
FORD MOTOR COMPANY	5,000 SHARES	72,392	75,088
FORD MOTOR COMPANY	5,000 SHARES	72,744	75,289
FORD MOTOR COMPANY	5,000 SHARES	72,000	74,641
FORD MOTOR COMPANY	5,000 SHARES	83,583	86,343
FORD MOTOR COMPANY	5,000 SHARES	83,655	84,943
FORD MOTOR COMPANY	5,000 SHARES	86,752	87,488
FORD MOTOR COMPANY	10,000 SHARES	171,129	171,803
FORD MOTOR COMPANY	5,000 SHARES	85,758	86,597
FORD MOTOR COMPANY	5,000 SHARES	82,706	83,918
FORD MOTOR COMPANY	5,000 SHARES	84,140	86,092
FORD MOTOR COMPANY	5,000 SHARES	84,557	85,355
FORD MOTOR COMPANY	5,000 SHARES	84,507	85,345
J C PENNY	3,000 SHARES	37,736	38,697
J C PENNY	3,000 SHARES	38,494	39,839
JETBLUE AIRWAYS	5,000 SHARES	36,611	37,386
JETBLUE AIRWAYS	5,000 SHARES	36,571	37,608
JETBLUE AIRWAYS	5,000 SHARES	36,607	37,411
JETBLUE AIRWAYS	5,000 SHARES	38,065	39,850
JOS A BANK CLOTHIER INC.	1,000 SHARES	38,488	39,980
JOS A BANK CLOTHIER INC.	1,000 SHARES	38,326	40,070
JOS A BANK CLOTHIER INC.	1,000 SHARES	38,385	39,939
KROGER	1,000 SHARES	41,528	41,901
LATAM AIRLINES GROUP	2,000 SHARES	30,547	32,929
LATAM AIRLINES GROUP	2,000 SHARES	30,514	32,933
LATAM AIRLINES GROUP	2,000 SHARES	30,577	32,935
LATAM AIRLINES GROUP	3,000 SHARES	46,141	49,057
LATAM AIRLINES GROUP	5,000 SHARES	81,112	81,948
LATAM AIRLINES GROUP	5,000 SHARES	81,254	83,725
LATAM AIRLINES GROUP	5,000 SHARES	81,270	81,854
MERECK	3,000 SHARES	130,675	148,337
MGM RESORTS INTERNATIONAL	2,000 SHARES	28,987	32,596
NAVIOS MARITIME HOLDINGS	11,000 SHARES	48,850	50,195
NAVIOS MARITIME HOLDINGS	5,000 SHARES	24,574	25,150
NAVIOS MARITIME HOLDINGS	5,000 SHARES	23,902	24,697
NAVIOS MARITIME HOLDINGS	5,000 SHARES	24,604	25,444
NAVIOS MARITIME HOLDINGS	5,000 SHARES	27,126	27,810
NAVIOS MARITIME HOLDINGS	5,000 SHARES	29,399	30,656
NAVIOS MARITIME HOLDINGS	5,000 SHARES	30,935	34,179
NAVIOS MARITIME HOLDINGS	10,000 SHARES	68,409	70,289

GILSTER-MARY LEE CORPORATION EMPLOYEES' PROFIT-SHARING RETIREMENT PLAN
SCHEDULE OF ASSETS ACQUIRED AND DISPOSED OF WITHIN THE PLAN YEAR - Continued
December 31, 2013

(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
NAVIOS MARITIME HOLDINGS	10,000 SHARES	73,483	74,889
NAVIOS MARITIME HOLDINGS	5,000 SHARES	37,421	38,408
NAVIOS MARITIME HOLDINGS	5,000 SHARES	39,680	43,099
NAVIOS MARITIME HOLDINGS	5,000 SHARES	42,629	43,190
NAVIOS MARITIME HOLDINGS	5,000 SHARES	42,145	43,143
THE PANTRY INC	5,000 SHARES	64,333	65,587
THE PANTRY INC	5,000 SHARES	64,311	65,653
THE PANTRY INC	5,000 SHARES	65,359	69,061
THE PANTRY INC	5,000 SHARES	66,149	67,586
PINNACLE ENTERTAINMENT	2,000 SHARES	37,446	42,169
PULTE GROUP	5,000 SHARES	78,808	80,677
REDWOOD TRUST INC.	3,000 SHARES	53,996	57,272
REDWOOD TRUST INC.	3,000 SHARES	54,949	56,776
RUBY TUESDAY INC	10,000 SHARES	72,470	72,401
SAFEWAY INC	3,000 SHARES	70,410	72,883
SIX FLAGS ENTERTAINMENT	2,000 SHARES	74,140	74,721
SIX FLAGS ENTERTAINMENT	2,000 SHARES	73,907	74,717
SIX FLAGS ENTERTAINMENT	2,000 SHARES	74,326	74,559
U S AIRWAYS	10,000 SHARES	143,081	148,348
U S AIRWAYS	5,000 SHARES	65,856	68,369
U S AIRWAYS	5,000 SHARES	80,316	80,940
WENDYS/ARBYS GROUP INC	10,000 SHARES	57,806	61,489
WENDYS/ARBYS GROUP INC	5,000 SHARES	29,766	32,396
WENDYS/ARBYS GROUP INC	10,000 SHARES	60,610	61,664
		$ 5,858,937	$ 6,053,907

GILSTER-MARY LEE CORPORATION EMPLOYEES' PROFIT-SHARING RETIREMENT PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES
EMPLOYER ID # 37-0951425
PLAN # 001
DECEMBER 31, 2013

(a)	(b) Identity of Issue	Type	(c) Description of Investment	(d) Cost	(e) Current Value
	Accenture Ltd		502 Shares	17,594	41,274
	Alliancebernstein Inc		61,333 Shares	713,688	437,304
	Alcatel Lucent ADS		1,860 Shares	25,652	8,184
	Alliant Energey Corp		422 Shares	19,375	21,775
	Altria Group Inc		23,289 Shares	516,095	894,065
	Ameren Corporation		1,287 Shares	55,938	46,538
	American Express		893 Shares	39,478	81,022
	American International Group Inc		1,000 Shares	100,217	51,050
	American International Group Inc Warrant		532 Shares	12,620	10,773
	AMR Corp		30,000 Shares	223,497	341,700
	ANI Pharmaceuticals Inc.		201 Shares	1,594	4,036
	Applied Materials Inc		2,142 Shares	39,952	37,871
	Arch Coal Inc		25,000 Shares	118,218	111,250
	Armour Residential REIT		5,000 Shares	38,863	20,050
	AT & T Corporation		106,500 Shares	3,202,175	3,744,540
	Automatic Data Processing		680 Shares	34,232	54,944
	B & G Foods Inc		52,000 Shares	481,950	1,763,320
	Bank of America Corporation		37,167 Shares	592,332	578,690
	BB&T Corp		1,229 Shares	49,986	45,866
	BCE Inc		2,800 Shares	121,572	121,212
	Beam Inc		608 Shares	39,059	41,380
	Bioscrip Inc		4,000 Shares	25,440	29,600
	Boyd Gaming Corp		31,000 Shares	1,333,332	349,060
	Canadian Pacific Railway		289 Shares	17,914	43,731
	Capstone Turbine Corp		10,000 Shares	15,596	12,900
	Capital Product Partners		30,000 Shares	286,872	314,100
	Carnival Corp		6,941 Shares	292,430	278,820
	Century Link Inc		34,000 Shares	1,328,745	1,082,900
	Chevron Corp		508 Shares	50,015	63,454
	Cinemark Holdings		9,000 Shares	107,152	299,970
	Citigroup Inc		1,436 Shares	591,365	74,830
	Clorox Company		8,680 Shares	177,111	805,157
	Coca Cola Co		626 Shares	19,960	25,860
	Cohen & Steers Quality Income Fund		10,205 Shares	59,300	96,743
	Columbia Strategic Income Fund		2,080 Shares	26,000	12,480
	Comcast Corp New		2,890 Shares	83,509	150,193
	Conagra Inc		129,538 Shares	2,963,005	4,365,431
	Conoco Phillips		562 Shares	35,334	39,705
	Covanta Holdings Corp		9,000 Shares	161,452	159,750
	CST Brands		123 Shares	3,164	4,517
	Delphi Automotive Systems		2,794 Shares	35,412	2,068
	Delta Airlines Inc		137,000 Shares	1,561,698	3,763,390
	Direct TV Group Inc		493 Shares	7,720	34,047
	Dominion Resources Inc		1,104 Shares	49,930	71,418
	Duke Realty Corp		690 Shares	30,570	10,378
	Dupont De Nemours		1,000 Shares	49,872	64,970
	Eaton Vance Limited Duration Income Fund		6,514 Shares	94,400	99,664
	Ecolab Inc		219 Shares	10,757	22,835
	Entertainment Gaming Asia		7,500 Shares	92,860	9,300
	Emerson Electric Co		804 Shares	27,263	56,425
	Entercom Communications		9,000 Shares	262,919	94,590
	Entergy Corporation		500 Shares	8,375	31,635
	Exide Technologies		5,000 Shares	47,102	850
	Ford Motor Company		500,000 Shares	3,915,812	7,715,000
	Frontier Communications		8,398 Shares	-	39,051
	Gaming Partners Intl Corp		12,000 Shares	140,585	98,040
	General Electric Co		35,364 Shares	562,094	991,253
	GlaxoSmithKline Plc		1,075 Shares	59,959	57,394
	Hanesbrands Inc		50,000 6.375% Bond due 12/15/20	51,909	54,800
	HSBC ADR		1,214 Shares	70,000	66,928

GILSTER-MARY LEE CORPORATION EMPLOYEES' PROFIT-SHARING RETIREMENT PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES
EMPLOYER ID # 37-0951425
PLAN # 001
DECEMBER 31, 2013

(a)	(b) Identity of Issue	Type	(c) Description of Investment	(d) Cost	(e) Current Value
	Illinois Tool Works Inc		420 Shares	21,719	35,314
	Integra Bank Corporation		4,410 Shares	161,610	9
	Intel Corp		2,314 Shares	44,964	60,048
	IPATH S&P 500 Vix STF ETN		937 Shares	161,973	39,869
	Jaguar Mining Inc		25,000 Shares	191,491	1,125
	Johnson & Johnson		842 Shares	52,985	77,119
	Johnson Controls, Inc		406 Shares	11,296	20,828
	Kellogg Co		475 Shares	24,977	29,008
	Kimberly Clark Corp		366 Shares	23,993	38,232
	Kraft Foods Group Inc		342 Shares	12,867	18,437
	Mondelez International Inc		1,028 Shares	35,438	36,288
	Kroger Company		170,000 Shares	2,268,490	6,720,100
	Latam Airlines Group		12,000 Shares	191,328	195,720
	Leap Frog		15,000 Shares	146,479	119,100
	Leggett & Platt Inc		1,803 Shares	50,017	55,785
	LSI Corp		541 Shares	15,884	5,967
	Mary Lee Packaging		11,246 Shares	7,476,810	26,636,376
	Maxxam Inc		32 Shares	364,047	21,952
	MDU Resources Group Inc		1,623 Shares	38,275	49,583
	Merck & Co		7,699 Shares	353,920	385,335
	MFS Multi Market Income Trust		62,000 Shares	617,780	410,440
	MFS Government Market Income Trust		20,000 Shares	200,000	114,600
*	MGM Bond		150,000 7.5% Bond due 6/1/16	150,458	168,750
	MGM Mirage		310,000 7.625% Bond due 1/15/17	297,869	349,680
	MGM Resorts International		30,100 Shares	946,509	707,952
	MFS Intermediate Income Trust		30,000 Shares	300,000	155,400
	ML Capital Trust		4,000 7% Preferred shares	105,800	100,640
	Monarch Casino & Resort		35,000 Shares	771,697	702,800
	Morgan Stanley Bond		150,000 3.80% Bond due 4/29/16	149,222	158,550
	Morgan Stanley Trust		4,000 5.75% Preferred shares	100,000	89,480
	National Health Investors		4,072 Shares	120,150	228,439
	Navios Maritime Holdings		80,000 Shares	545,372	892,800
	Navios Maritime Partners		17,000 Shares	266,676	325,040
	NCR Corporation		562 Shares	2,683	19,142
	Newell Rubbermaid Inc		4,000 Shares	40,512	129,640
	Newmarket Corporation		12,000 Shares	409,191	4,009,800
	News Corp Limited		26 Shares	190	469
	Occidental Petroleum		706 Shares	70,084	67,141
	OGE Energy Corp		2,000 Shares	23,012	67,800
	Oncothyreon Inc		4,998 Shares	85,752	8,796
	Party Digital Entertainment		1,500 Shares	47,247	3,090
	Peabody Energy		360,000 Shares	362,284	363,600
	Pfizer Inc		11,168 Shares	241,600	342,076
	Phoenix Co Inc		2,000 Shares	97,486	122,800
	Pimco Strategic Global Gov Fund		10,000 Shares	125,000	97,800
	Pinnacle Entertainment		15,000 Shares	433,762	389,850
	Pitney Bowes Inc		25,000 Shares	498,824	582,500
	Precision Drilling Trust		17,829 Shares	136,902	167,058
	Procter & Gamble		801 Shares	47,158	65,209
	Putnam Premier Income Trust		20,000 Shares	200,000	108,800
	Redwood Trust Inc		4,000 Shares	75,486	77,480
	Regal Entertainment Group		30,000 Shares	454,227	583,500
	Repligen Corp		25,000 Shares	101,591	341,000
	RLJ Entertainment Inc		436 Shares	10,125	2,088
	Royal Dutch Shell Plc		739 Shares	49,979	52,669
	Legg Mason Fundamental Value		15,889 Shares	253,001	260,739
	DWS High Income Trust		5,000 Shares	120,000	45,700
	Silicon Graphics Inc		697 Shares	-	21
	Sirius XM Radio Inc		80,000 Shares	205,630	279,200
	Six Flags Entertainment		11,000 Shares	418,981	405,020

GILSTER-MARY LEE CORPORATION EMPLOYEES' PROFIT-SHARING RETIREMENT PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES
EMPLOYER ID # 37-0951425
PLAN # 001
DECEMBER 31, 2013

(a)	(b) Identity of Issue	Type	(c) Description of Investment	(d) Cost	(e) Current Value
	Morgan Stanley- Lazard		1,000 Managed Fund	458,691	458,691
	Morgan Stanley- Thornburg		1,000 Managed Fund	419,060	419,060
	Morgan Stanley- Tradewinds		1,000 Managed Fund	425,836	425,836
	Morgan Stanley- Clearbridge		1,000 Managed Fund	748,586	748,586
	Morgan Stanley- Renaissance		1,000 Managed Fund	281,355	281,355
	Morgan Stanley - Winslow		1,000 Managed Fund	342,729	342,729
	Morgan Stanley - Metropolitan West		1,000 Managed Fund	526,705	526,705
	Morgan Stanley- Premier		1,000 Managed Fund	222,387	222,387
	Staples Inc		1,613 Shares	19,371	25,631
	St. Jude Medical Inc.		501 Shares	24,949	31,037
	Travelers Companies Inc		132 Shares	5,193	11,951
	Target Corp.		340 Shares	24,988	21,512
	Teradata Corp		562 Shares	2,683	25,565
	Teva Pharmaceutical Ind		906 Shares	49,971	36,312
	Thomson Reuters Corp		931 Shares	28,284	35,210
	Time Warner		4,332 Shares	242,527	302,027
	Time Warner Cable		1,087 Shares	79,909	147,290
	Toronto Dominion Bank		235 Shares	8,605	22,146
	Twentyfirst Centry Fox		108 Shares	1,468	3,798
	TE Connectivity LTD		1 Shares	-	55
	Tyco International		1 Shares	-	41
	United Technologies Corp		719 Shares	59,923	81,822
	US Airways Group Inc		30,000 Shares	263,845	757,500
	US Bancorp		1,887 Shares	65,008	76,235
	US Steel Bond		50,000 6.05% bond due 6/1/17	50,459	53,900
	Valero Energy Corp.		1,108 Shares	35,605	55,843
	Verizon Communications		25,000 Shares	850,177	1,228,500
	VF Corp		1,048 Shares	22,690	65,332
	Visteon		4 Shares	3,293	328
	Visteon Warrant		14 Shares	-	-
	Vodafone Airtouch ADS		3,750 Shares	102,097	147,413
	Weingarten Realty Investor		612 Shares	25,156	16,781
	Wells Fargo & Co		8,000 Shares	498,169	363,200
	Western Asset Emerging Market Fund		11,002 Shares	217,974	189,234
	Western Asset Global High Income Fund		15,177 Shares	226,603	185,766
	Windstream Corporation		4,931 Shares	54,783	39,349
	YRC Worldwide Inc		4 Shares	4,464	69
	3M Company		374 Shares	26,375	52,454
*	Alliance Bank		100,000 CD @ 0.75% due 5/10/14	100,000	100,000
	Bank of Missouri		107,135 CD @ 0.41% due 08/25/14	107,135	107,135
*	Buena Vista National Bank		580,548 CD @ 0.7% due 01/07/14	580,548	580,548
	First National Bank, Steeleville		100,652 CD @ 0.40% due 03/27/14	100,652	100,651
Cash					
	Money market accounts		N/A	664,073	664,073
	Broker cash accumulation accounts		N/A	2,592,981	2,592,981
				$ 52,397,130	$ 89,040,873

Gilster-Mary Lee Corporation Employees' Profit-Sharing Retirement Plan
Schedule H, line 4i - Schedule of Assets Both Acquired and Disposed of Within the Plan Year
Employer ID #37-0951425
Plan #001

(a) identity of issue, borrower, lessor or similar party	(b) Description of investment, including maturity date, rate of investment, collateral, par or maturity value		(c) Costs of Acquisitions	(d) Proceeds of Dispositions
AEROPOSTALE, INC	3,000	SHARES	41,460	41,606
ARCH COAL, INC	10,000	SHARES	48,708	49,999
ARCH COAL, INC	10,000	SHARES	52,514	49,447
ARCH COAL, INC	10,000	SHARES	41,389	49,447
B&G FOODS	3,000	SHARES	84,245	88,728
B&G FOODS	2,000	SHARES	60,676	61,129
B&G FOODS	3,000	SHARES	90,847	91,915
BOYD GAMING CORP	3,000	SHARES	30,360	33,558
CENTURY LINK	3,000	SHARES	99,937	103,067
CENTURY LINK	2,000	SHARES	62,544	63,649
COLE REAL ESTATE	5,000	SHARES	54,779	57,456
COLE REAL ESTATE	5,000	SHARES	56,069	57,456
COVANTA	2,000	SHARES	40,204	42,123
COVANTA	2,000	SHARES	41,113	42,381
DARDEN RESTAURANTS INC	2,000	SHARES	98,134	98,737
DARDEN RESTAURANTS INC	2,000	SHARES	97,244	98,301
DARDEN RESTAURANTS INC	2,000	SHARES	90,904	92,322
DARDEN RESTAURANTS INC	2,000	SHARES	92,816	97,359
DARDEN RESTAURANTS INC	2,000	SHARES	92,246	96,645
DELTA AIRLINES INC	13,000	SHARES	198,139	222,404
DELTA AIRLINES INC	3,000	SHARES	58,033	59,099
FORD MOTOR COMPANY	5,000	SHARES	64,906	65,993
FORD MOTOR COMPANY	5,000	SHARES	64,502	65,393
FORD MOTOR COMPANY	5,000	SHARES	65,503	67,080
FORD MOTOR COMPANY	5,000	SHARES	65,993	66,839
FORD MOTOR COMPANY	5,000	SHARES	67,343	68,097
FORD MOTOR COMPANY	10,000	SHARES	141,110	142,687
FORD MOTOR COMPANY	5,000	SHARES	70,212	70,676
FORD MOTOR COMPANY	5,000	SHARES	72,392	75,088
FORD MOTOR COMPANY	5,000	SHARES	72,744	75,289
FORD MOTOR COMPANY	5,000	SHARES	72,000	74,641
FORD MOTOR COMPANY	5,000	SHARES	83,583	86,343
FORD MOTOR COMPANY	5,000	SHARES	83,655	84,943
FORD MOTOR COMPANY	5,000	SHARES	86,752	87,488
FORD MOTOR COMPANY	10,000	SHARES	171,129	171,803
FORD MOTOR COMPANY	5,000	SHARES	85,758	86,597
FORD MOTOR COMPANY	5,000	SHARES	82,706	83,918
FORD MOTOR COMPANY	5,000	SHARES	84,140	86,092
FORD MOTOR COMPANY	5,000	SHARES	84,557	85,355
FORD MOTOR COMPANY	5,000	SHARES	84,507	85,345
J C PENNY	3,000	SHARES	37,736	38,697
J C PENNY	3,000	SHARES	38,494	39,839
JETBLUE AIRWAYS	5,000	SHARES	36,611	37,386
JETBLUE AIRWAYS	5,000	SHARES	36,571	37,608
JETBLUE AIRWAYS	5,000	SHARES	36,607	37,411

JETBLUE AIRWAYS	5,000	SHARES	38,065	39,850
JOS A BANK CLOTHIER INC.	1,000	SHARES	38,488	39,980
JOS A BANK CLOTHIER INC.	1,000	SHARES	38,326	40,070
JOS A BANK CLOTHIER INC.	1,000	SHARES	38,385	39,939
KROGER	1,000	SHARES	41,528	41,901
LATAM AIRLINES GROUP	2,000	SHARES	30,547	32,929
LATAM AIRLINES GROUP	2,000	SHARES	30,514	32,933
LATAM AIRLINES GROUP	2,000	SHARES	30,577	32,935
LATAM AIRLINES GROUP	3,000	SHARES	46,141	49,057
LATAM AIRLINES GROUP	5,000	SHARES	81,112	81,948
LATAM AIRLINES GROUP	5,000	SHARES	81,254	83,725
LATAM AIRLINES GROUP	5,000	SHARES	81,270	81,854
MERECK	3,000	SHARES	130,675	148,337
MGM RESORTS INTERNATIONAL	2,000	SHARES	28,987	32,596
NAVIOS MARITIME HOLDINGS	11,000	SHARES	48,850	50,195
NAVIOS MARITIME HOLDINGS	5,000	SHARES	24,574	25,150
NAVIOS MARITIME HOLDINGS	5,000	SHARES	23,902	24,697
NAVIOS MARITIME HOLDINGS	5,000	SHARES	24,604	25,444
NAVIOS MARITIME HOLDINGS	5,000	SHARES	27,126	27,810
NAVIOS MARITIME HOLDINGS	5,000	SHARES	29,399	30,656
NAVIOS MARITIME HOLDINGS	5,000	SHARES	30,935	34,179
NAVIOS MARITIME HOLDINGS	10,000	SHARES	68,409	70,289
NAVIOS MARITIME HOLDINGS	10,000	SHARES	73,483	74,889
NAVIOS MARITIME HOLDINGS	5,000	SHARES	37,421	38,408
NAVIOS MARITIME HOLDINGS	5,000	SHARES	39,680	43,099
NAVIOS MARITIME HOLDINGS	5,000	SHARES	42,629	43,190
NAVIOS MARITIME HOLDINGS	5,000	SHARES	42,145	43,143
THE PANTRY INC	5,000	SHARES	64,333	65,587
THE PANTRY INC	5,000	SHARES	64,311	65,653
THE PANTRY INC	5,000	SHARES	65,359	69,061
THE PANTRY INC	5,000	SHARES	66,149	67,586
PINNACLE ENTERTAINMENT	2,000	SHARES	37,446	42,169
PULTE GROUP	5,000	SHARES	78,808	80,677
REDWOOD TRUST INC.	3,000	SHARES	53,996	57,272
REDWOOD TRUST INC.	3,000	SHARES	54,949	56,776
RUBY TUESDAY INC	10,000	SHARES	72,470	72,401
SAFEWAY INC	3,000	SHARES	70,410	72,883
SIX FLAGS ENTERTAINMENT	2,000	SHARES	74,140	74,721
SIX FLAGS ENTERTAINMENT	2,000	SHARES	73,907	74,717
SIX FLAGS ENTERTAINMENT	2,000	SHARES	74,326	74,559
U S AIRWAYS	10,000	SHARES	143,081	148,348
U S AIRWAYS	5,000	SHARES	65,856	68,369
U S AIRWAYS	5,000	SHARES	80,316	80,940
WENDYS/ARBYS GROUP INC	10,000	SHARES	57,806	61,489
WENDYS/ARBYS GROUP INC	5,000	SHARES	29,766	32,396
WENDYS/ARBYS GROUP INC	10,000	SHARES	60,610	61,664
Totals			5,858,937	6,053,907