# Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

# Annual Return/Report of Employee Benefit Plan

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

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

OMB Nos. 1210-0110
1210-0089

**2012**

**This Form is Open to Public Inspection**

## Part I Annual Report Identification Information

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

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

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

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

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

## Part II Basic Plan Information—enter all requested information

**1a** Name of plan
FULLMER COMPANIES 401K PLAN

**1b** Three-digit plan number (PN) ▶ 003

**1c** Effective date of plan 01/01/2001

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

FULLMER COMPANIES 401K PLAN

1725 S GROVE AVE
ONTARIO, CA 91761-4565

**2b** Employer Identification Number (EIN)
95-2885538

**2c** Sponsor's telephone number
909-947-9467

**2d** Business code (see instructions)
236200

**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 | VICTORIA L. CARDENAS |
| | **Signature of plan administrator** | Date | Enter name of individual signing as plan administrator |
| **SIGN HERE** | | | |
| | **Signature of employer/plan sponsor** | Date | Enter name of individual signing as employer or plan sponsor |
| **SIGN HERE** | | | |
| | **Signature of DFE** | Date | Enter name of individual signing as DFE |

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

Preparer's telephone number (optional)

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

FULLMER COMPANIES 401K PLAN

1725 S GROVE AVE
ONTARIO, CA 91761-4565

**3b** Administrator's EIN
95-2885538

**3c** Administrator's telephone number
909-947-9467

**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** | 147 |
| **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** | 145 |
| **b** | Retired or separated participants receiving benefits | **6b** | 1 |
| **c** | Other retired or separated participants entitled to future benefits | **6c** | 27 |
| **d** | Subtotal. Add lines **6a**, **6b**, and **6c** | **6d** | 173 |
| **e** | Deceased participants whose beneficiaries are receiving or are entitled to receive benefits | **6e** | 0 |
| **f** | Total. Add lines **6d** and **6e** | **6f** | 173 |
| **g** | Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item) | **6g** | 146 |
| **h** | Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested | **6h** | 1 |
| **7** | Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item) | **7** | |

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

**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)** | X | Insurance |
| **(2)** | | Code section 412(e)(3) insurance contracts |
| **(3)** | X | Trust |
| **(4)** | | General assets of the sponsor |

**9b** Plan benefit arrangement (check all that apply)

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

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

**a Pension Schedules**

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

**b General Schedules**

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

# SCHEDULE A (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

## Insurance Information

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

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

▶ Insurance companies are required to provide the information pursuant to ERISA section 103(a)(2).

OMB No. 1210-0110

**2012**

**This Form is Open to Public Inspection**

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

**A** Name of plan
FULLMER COMPANIES 401K PLAN

**B** Three-digit plan number (PN) ▶ 003

**C** Plan sponsor's name as shown on line 2a of Form 5500
FULLMER COMPANIES 401K PLAN

**D** Employer Identification Number (EIN)
95-2885538

**Part I** **Information Concerning Insurance Contract Coverage, Fees, and Commissions** Provide information for each contract on a separate Schedule A. Individual contracts grouped as a unit in Parts II and III can be reported on a single Schedule A.

**1** Coverage Information:

**(a)** Name of insurance carrier

PRUDENTIAL RETIREMENT INSURANCE & ANNUITY CO.

| (b) EIN | (c) NAIC code | (d) Contract or identification number | (e) Approximate number of persons covered at end of policy or contract year | Policy or contract year | |
|---|---|---|---|---|---|
| | | | | (f) From | (g) To |
| 06-1050034 | 93629 | 039567 | 173 | 01/01/2012 | 12/31/2012 |

**2** Insurance fee and commission information. Enter the total fees and total commissions paid. List in line 3 the agents, brokers, and other persons in descending order of the amount paid.

| (a) Total amount of commissions paid | (b) Total amount of fees paid |
|---|---|
| 0 | 4098 |

**3** Persons receiving commissions and fees. (Complete as many entries as needed to report all persons).

**(a)** Name and address of the agent, broker, or other person to whom commissions or fees were paid

WOODBURY FINANCIAL SERVICES
500 BIELENBERG DRIVE
WOODBURY, MN 55125

| (b) Amount of sales and base commissions paid | Fees and other commissions paid | | (e) Organization code |
|---|---|---|---|
| | (c) Amount | (d) Purpose | |
| | 4098 | SERVICES TO INSURER OR PLAN | 4 |

**(a)** Name and address of the agent, broker, or other person to whom commissions or fees were paid

| (b) Amount of sales and base commissions paid | Fees and other commissions paid | | (e) Organization code |
|---|---|---|---|
| | (c) Amount | (d) Purpose | |
| | | | |

**(a)** Name and address of the agent, broker, or other person to whom commissions or fees were paid

| **(b)** Amount of sales and base commissions paid | Fees and other commissions paid | | **(e)** Organization code |
|---|---|---|---|
| | **(c)** Amount | **(d)** Purpose | |
| | | | |

**(a)** Name and address of the agent, broker, or other person to whom commissions or fees were paid

| **(b)** Amount of sales and base commissions paid | Fees and other commissions paid | | **(e)** Organization code |
|---|---|---|---|
| | **(c)** Amount | **(d)** Purpose | |
| | | | |

**(a)** Name and address of the agent, broker, or other person to whom commissions or fees were paid

| **(b)** Amount of sales and base commissions paid | Fees and other commissions paid | | **(e)** Organization code |
|---|---|---|---|
| | **(c)** Amount | **(d)** Purpose | |
| | | | |

**(a)** Name and address of the agent, broker, or other person to whom commissions or fees were paid

| **(b)** Amount of sales and base commissions paid | Fees and other commissions paid | | **(e)** Organization code |
|---|---|---|---|
| | **(c)** Amount | **(d)** Purpose | |
| | | | |

**(a)** Name and address of the agent, broker, or other person to whom commissions or fees were paid

| **(b)** Amount of sales and base commissions paid | Fees and other commissions paid | | **(e)** Organization code |
|---|---|---|---|
| | **(c)** Amount | **(d)** Purpose | |
| | | | |

## Part II Investment and Annuity Contract Information

Where individual contracts are provided, the entire group of such individual contracts with each carrier may be treated as a unit for purposes of this report.

| | | | |
|---|---|---|---|
| 4 | Current value of plan's interest under this contract in the general account at year end | 4 | 1763728 |
| 5 | Current value of plan's interest under this contract in separate accounts at year end | 5 | |

6 Contracts With Allocated Funds:

a State the basis of premium rates ▶

| | | | |
|---|---|---|---|
| b | Premiums paid to carrier | 6b | |
| c | Premiums due but unpaid at the end of the year | 6c | |
| d | If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, enter amount. Specify nature of costs ▶ | 6d | |

e Type of contract: (1) ☐ individual policies (2) ☐ group deferred annuity (3) ☐ other (specify) ▶

f If contract purchased, in whole or in part, to distribute benefits from a terminating plan check here ▶ ☐

7 Contracts With Unallocated Funds (Do not include portions of these contracts maintained in separate accounts)

a Type of contract: (1) ☐ deposit administration (2) ☐ immediate participation guarantee (3) ☐ guaranteed investment (4) ☒ other ▶ GUARANTEED GENERAL ACCOUNT CONTRACT

| | | | | | |
|---|---|---|---|---|---|
| b | Balance at the end of the previous year | | | 7b | 1534993 |
| c | Additions: (1) Contributions deposited during the year | 7c(1) | 122035 | | |
| | (2) Dividends and credits | 7c(2) | | | |
| | (3) Interest credited during the year | 7c(3) | 22363 | | |
| | (4) Transferred from separate account | 7c(4) | | | |
| | (5) Other (specify below) | 7c(5) | 246932 | | |
| | ▶ LOAN REPAYMENTS TRANSFERS IN FORFEITURE CREDITS | | | | |
| | (6) Total additions | | | 7c(6) | 391330 |
| d | Total of balance and additions (add lines **7b** and **7c(6)**). | | | 7d | 1926323 |
| e | Deductions: | | | | |
| | (1) Disbursed from fund to pay benefits or purchase annuities during year | 7e(1) | 126827 | | |
| | (2) Administration charge made by carrier | 7e(2) | 35 | | |
| | (3) Transferred to separate account | 7e(3) | | | |
| | (4) Other (specify below) | 7e(4) | 35733 | | |
| | ▶ TRANSFERS OUT MISCELLANEOUS OUT | | | | |
| | (5) Total deductions | | | 7e(5) | 162595 |
| f | Balance at the end of the current year (subtract line **7e(5)** from line **7d**) | | | 7f | 1763728 |

## Part III Welfare Benefit Contract Information

If more than one contract covers the same group of employees of the same employer(s) or members of the same employee organizations(s), the information may be combined for reporting purposes if such contracts are experience-rated as a unit. Where contracts cover individual employees, the entire group of such individual contracts with each carrier may be treated as a unit for purposes of this report.

**8** Benefit and contract type (check all applicable boxes)

**a** ☐ Health (other than dental or vision) **b** ☐ Dental **c** ☐ Vision **d** ☐ Life insurance

**e** ☐ Temporary disability (accident and sickness) **f** ☐ Long-term disability **g** ☐ Supplemental unemployment **h** ☐ Prescription drug

**i** ☐ Stop loss (large deductible) **j** ☐ HMO contract **k** ☐ PPO contract **l** ☐ Indemnity contract

**m** ☐ Other (specify) ▶

| | | | | |
|---|---|---|---|---|
| **9** Experience-rated contracts: | | | | |
| **a** Premiums: (1) Amount received | **9a(1)** | | | |
| (2) Increase (decrease) in amount due but unpaid | **9a(2)** | | | |
| (3) Increase (decrease) in unearned premium reserve | **9a(3)** | | | |
| (4) Earned (**(1)** + **(2)** - **(3)**) | | | **9a(4)** | |
| **b** Benefit charges (1) Claims paid | **9b(1)** | | | |
| (2) Increase (decrease) in claim reserves | **9b(2)** | | | |
| (3) Incurred claims (add **(1)** and **(2)**) | | | **9b(3)** | |
| (4) Claims charged | | | **9b(4)** | |
| **c** Remainder of premium: (1) Retention charges (on an accrual basis) -- | | | | |
| (A) Commissions | **9c(1)(A)** | | | |
| (B) Administrative service or other fees | **9c(1)(B)** | | | |
| (C) Other specific acquisition costs | **9c(1)(C)** | | | |
| (D) Other expenses | **9c(1)(D)** | | | |
| (E) Taxes | **9c(1)(E)** | | | |
| (F) Charges for risks or other contingencies | **9c(1)(F)** | | | |
| (G) Other retention charges | **9c(1)(G)** | | | |
| (H) Total retention | | | **9c(1)(H)** | |
| (2) Dividends or retroactive rate refunds. (These amounts were ☐ paid in cash, or ☐ credited.) | | | **9c(2)** | |
| **d** Status of policyholder reserves at end of year: (1) Amount held to provide benefits after retirement | | | **9d(1)** | |
| (2) Claim reserves | | | **9d(2)** | |
| (3) Other reserves | | | **9d(3)** | |
| **e** Dividends or retroactive rate refunds due. (Do not include amount entered in line **9c(2)**.) | | | **9e** | |
| **10** Nonexperience-rated contracts: | | | | |
| **a** Total premiums or subscription charges paid to carrier | | | **10a** | |
| **b** If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, other than reported in Part I, line 2 above, report amount. | | | **10b** | |

Specify nature of costs ▶

## Part IV Provision of Information

**11** Did the insurance company fail to provide any information necessary to complete Schedule A? ☐ Yes ☒ No

**12** If the answer to line 11 is "Yes," specify the information not provided. ▶

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

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

| **A** Name of plan | **B** Three-digit plan number (PN) ▶ | |
|---|---|---|
| FULLMER COMPANIES 401K PLAN | | 003 |
| **C** Plan sponsor's name as shown on line 2a of Form 5500 | **D** Employer Identification Number (EIN) | |
| FULLMER COMPANIES 401K PLAN | 95-2885538 | |

## Part I Service Provider Information (see instructions)

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

### 1 Information on Persons Receiving Only Eligible Indirect Compensation

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

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

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

PRUDENTIAL RETIREMENT INSURANCE AND

06-1050034

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

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

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

WOODBURY FINANCIAL SERVICES

41-0944586

| (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 | NONE | 0 | Yes [X] No [ ] | Yes [ ] No [X] | 15276 | Yes [ ] No [X] |

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

PRUDENTIAL RETIREMENT INSURANCE AND

06-1050034

| (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 37 50 64 | NONE | 1308 | Yes [X] No [ ] | Yes [X] No [ ] | 0 | Yes [X] No [ ] |

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

THE PRUDENTIAL INSURANCE COMPANY OF

22-1211670

| (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? |
|---|---|---|---|---|---|---|
| 72 | NONE | 0 | Yes [X] No [ ] | Yes [X] No [ ] | 0 | Yes [X] No [ ] |

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

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

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

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

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

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

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

## Part I Service Provider Information (continued)

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

| **(a)** Enter service provider name as it appears on line 2 | **(b)** Service Codes (see instructions) | **(c)** Enter amount of indirect compensation |
|---|---|---|
| THE PRUDENTIAL INSURANCE COMPANY OF | 61 72 | 0 |

| **(d)** Enter name and EIN (address) of source of indirect compensation | **(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation. |
|---|---|
| PRUDENTIAL INVESTMENTS, LLC<br><br>22-3468527 | 27.000 BPS AND $0.00 PER PARTICIPANT INVESTED IN THE FUND FROM 1/1/2012 TO 12/31/2012 PRU JENN SMALL COMPANY A |

| **(a)** Enter service provider name as it appears on line 2 | **(b)** Service Codes (see instructions) | **(c)** Enter amount of indirect compensation |
|---|---|---|
| | | |

| **(d)** Enter name and EIN (address) of source of indirect compensation | **(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation. |
|---|---|
| | |

| **(a)** Enter service provider name as it appears on line 2 | **(b)** Service Codes (see instructions) | **(c)** Enter amount of indirect compensation |
|---|---|---|
| | | |

| **(d)** Enter name and EIN (address) of source of indirect compensation | **(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation. |
|---|---|
| | |

## Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

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

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

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

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

(complete as many entries as needed)

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

# SCHEDULE H (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

# Financial Information

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

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

OMB No. 1210-0110

**2012**

**This Form is Open to Public Inspection**

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

**A** Name of plan
FULLMER COMPANIES 401K PLAN

**B** Three-digit plan number (PN) ▶ 003

**C** Plan sponsor's name as shown on line 2a of Form 5500
FULLMER COMPANIES 401K PLAN

**D** Employer Identification Number (EIN)
95-2885538

## Part I Asset and Liability Statement

**1** Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. **Round off amounts to the nearest dollar.** MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.

| Assets | | (a) Beginning of Year | (b) End of Year |
|---|---|---|---|
| **a** Total noninterest-bearing cash | 1a | | |
| **b** Receivables (less allowance for doubtful accounts): | | | |
| **(1)** Employer contributions | 1b(1) | | |
| **(2)** Participant contributions | 1b(2) | | |
| **(3)** Other | 1b(3) | | |
| **c** General investments: | | | |
| **(1)** Interest-bearing cash (include money market accounts & certificates of deposit) | 1c(1) | | |
| **(2)** U.S. Government securities | 1c(2) | | |
| **(3)** Corporate debt instruments (other than employer securities): | | | |
| **(A)** Preferred | 1c(3)(A) | | |
| **(B)** All other | 1c(3)(B) | | |
| **(4)** Corporate stocks (other than employer securities): | | | |
| **(A)** Preferred | 1c(4)(A) | | |
| **(B)** Common | 1c(4)(B) | | |
| **(5)** Partnership/joint venture interests | 1c(5) | | |
| **(6)** Real estate (other than employer real property) | 1c(6) | | |
| **(7)** Loans (other than to participants) | 1c(7) | | |
| **(8)** Participant loans | 1c(8) | 43990 | 43820 |
| **(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) | 5511126 | 6486752 |
| **(14)** Value of funds held in insurance company general account (unallocated contracts) | 1c(14) | 1534993 | 1763728 |
| **(15)** Other | 1c(15) | | |

| | | (a) Beginning of Year | (b) End of Year |
|---|---|---|---|
| **1d** Employer-related investments: | | | |
| **(1)** Employer securities | 1d(1) | | |
| **(2)** Employer real property | 1d(2) | | |
| **e** Buildings and other property used in plan operation | 1e | | |
| **f** Total assets (add all amounts in lines 1a through 1e) | 1f | 7090109 | 8294300 |
| **Liabilities** | | | |
| **g** Benefit claims payable | 1g | | |
| **h** Operating payables | 1h | | |
| **i** Acquisition indebtedness | 1i | | |
| **j** Other liabilities | 1j | | |
| **k** Total liabilities (add all amounts in lines 1g through1j) | 1k | 0 | 0 |
| **Net Assets** | | | |
| **l** Net assets (subtract line 1k from line 1f) | 1l | 7090109 | 8294300 |

## 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) | 176527 | |
| **(B)** Participants | 2a(1)(B) | 451664 | |
| **(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) | | 628191 |
| **b Earnings on investments:** | | | |
| **(1)** Interest: | | | |
| **(A)** Interest-bearing cash (including money market accounts and certificates of deposit) | 2b(1)(A) | | |
| **(B)** U.S. Government securities | 2b(1)(B) | | |
| **(C)** Corporate debt instruments | 2b(1)(C) | | |
| **(D)** Loans (other than to participants) | 2b(1)(D) | | |
| **(E)** Participant loans | 2b(1)(E) | 1602 | |
| **(F)** Other | 2b(1)(F) | 22363 | |
| **(G)** Total interest. Add lines **2b(1)(A)** through **(F)** | 2b(1)(G) | | 23965 |
| **(2)** Dividends: **(A)** Preferred stock | 2b(2)(A) | | |
| **(B)** Common stock | 2b(2)(B) | | |
| **(C)** Registered investment company shares (e.g. mutual funds) | 2b(2)(C) | 62493 | |
| **(D)** Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)** | 2b(2)(D) | | 62493 |
| **(3)** Rents | 2b(3) | | |
| **(4)** Net gain (loss) on sale of assets: **(A)** Aggregate proceeds | 2b(4)(A) | | |
| **(B)** Aggregate carrying amount (see instructions) | 2b(4)(B) | | |
| **(C)** Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result | 2b(4)(C) | | 0 |
| **(5)** Unrealized appreciation (depreciation) of assets: **(A)** Real estate | 2b(5)(A) | | |
| **(B)** Other | 2b(5)(B) | | |
| **(C)** Total unrealized appreciation of assets. Add lines **2b(5)(A)** and **(B)** | 2b(5)(C) | | 0 |

| | | (a) Amount | (b) Total |
|---|---|---|---|
| (6) Net investment gain (loss) from common/collective trusts | 2b(6) | | |
| (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) | | 858182 |
| c Other income | 2c | | |
| d Total income. Add all **income** amounts in column (b) and enter total | 2d | | 1572831 |
| **Expenses** | | | |
| e Benefit payment and payments to provide benefits: | | | |
| (1) Directly to participants or beneficiaries, including direct rollovers | 2e(1) | 367275 | |
| (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) | | 367275 |
| 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) | | |
| (2) Contract administrator fees | 2i(2) | | |
| (3) Investment advisory and management fees | 2i(3) | | |
| (4) Other | 2i(4) | 1365 | |
| (5) Total administrative expenses. Add lines **2i(1)** through **(4)** | 2i(5) | | 1365 |
| j Total expenses. Add all **expense** amounts in column (b) and enter total | 2j | | 368640 |
| **Net Income and Reconciliation** | | | |
| k Net income (loss). Subtract line **2j** from line **2d** | 2k | | 1204191 |
| l Transfers of assets: | | | |
| (1) To this plan | 2l(1) | | |
| (2) From this plan | 2l(2) | | |

## Part III Accountant's Opinion

**3** Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

**a** The attached opinion of an independent qualified public accountant for this plan is (see instructions):

**(1)** [ ] Unqualified **(2)** [ ] Qualified **(3)** [X] Disclaimer **(4)** [ ] Adverse

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

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

**(1)** Name: O'CONNOR & CO **(2)** EIN: 95-4298209

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

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

## Part IV Compliance Questions

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

During the plan year:

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

| | | | Yes | No | Amount |
|---|---|---|---|---|---|
| c | Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.) | 4c | | X | |
| d | Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.) | 4d | | X | |
| e | Was this plan covered by a fidelity bond? | 4e | X | | 1000000 |
| f | Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty? | 4f | | X | |
| g | Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser? | 4g | | X | |
| h | Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser? | 4h | | X | |
| i | Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.) | 4i | X | | |
| j | Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.) | 4j | | X | |
| k | Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC? | 4k | | X | |
| l | Has the plan failed to provide any benefit when due under the plan? | 4l | | X | |
| m | If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.) | 4m | | X | |
| n | If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3. | 4n | | X | |

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

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

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

## Part V Trust Information (optional)

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

# SCHEDULE R (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

## Retirement Plan Information

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

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

OMB No. 1210-0110

**2012**

**This Form is Open to Public Inspection.**

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

**A** Name of plan
FULLMER COMPANIES 401K PLAN

**B** Three-digit plan number (PN) ▶ 003

**C** Plan sponsor's name as shown on line 2a of Form 5500
FULLMER COMPANIES 401K PLAN

**D** Employer Identification Number (EIN)
95-2885538

## 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): 22-1211670

**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):

O'CONNOR & CO.
Certified Public Accountants
26905 Pinehurst Drive
Valencia, California 91355
(661) 288-0089 FAX: (661) 288-0092

# INDEPENDENT AUDITORS' REPORT

To the Plan Administrator of
Fullmer Construction 401(k) Defined Contribution Plan

We were engaged to audit the accompanying statement of net assets available for benefits of Fullmer Construction 401(k) Defined Contribution Plan as of December 31, 2012 and the related statement of changes in net assets available for benefits for the year ended December 31, 2012 and the supplemental Schedule H, line 4i-Schedule of Assets Held (At end of Year) as of or for the year ended December 31, 2012. These financial statements and supplemental schedule are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 3, which was certified by Prudential Retirement Services, the custodian of the Plan, except for comparing such information with the related information included in the 2012 financial statements and supplemental schedule. We have been informed by the plan administrator that the custodian holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certificate from the custodian as of December 31, 2012 and for the year ended December 31, 2012, that the information provided to the plan administrator by the trustee is complete and accurate.

Because of the significance of the information that we did not audit, we are unable to, and do not, express an opinion on the accompanying financial statements and supplemental schedule taken as a whole. The supplemental schedule is presented for the purpose of additional analysis and is not a required part of the financial statements, but is required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. The form and content of the information included in the financial statements and supplemental schedule, other than that derived from the information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

O'Conner & Co.

July 23, 2013

**FULLMER CONSTRUCTION 401(K)**
**DEFINED CONTRIBUTION PLAN**
**STATEMENT OF NET ASSETS AVAILABLE FOR BENEFITS**
**DECEMBER 31, 2012**

| | 2012 |
|---|---|
| Funds held in insurance company general account: | |
| Prudential Guaranteed Income Fund (Note 5) | $ 1,763,728 |
| Investments (at fair value) (Note 3 and 4): | |
| Oppenheimer Quest Intnl Value A | 1,543,007 |
| Growth Fund of America R3 | 1,117,176 |
| Invesco Comstock Fund R | 993,813 |
| Goldman Sachs Government Income A | 971,574 |
| Prudential Jennison Small Co. Fund A | 597,349 |
| Goldman Sachs Mid Cap | 536,844 |
| Alger Mid Cap Grow I | 134,112 |
| American Balanced Fund R3 | 116,779 |
| Prudential Dryden Stock Index Fund Z | 113,051 |
| Pimco Total Return | 102,968 |
| Oppenheimer Global Opp A | 98,148 |
| Wells Fargo Advisor | 85,202 |
| MFS Global Equity | 32,443 |
| Ivy Science & Tech | 32,419 |
| Oppenheimer Developing Market | 4,032 |
| Pimco Real Estate | 3,886 |
| Oppenheimer Gold | 3,645 |
| Fidelity Advisor Health | 304 |
| Total investments | 6,486,752 |
| Participant loans and cash: | |
| Loans to participant | 43,820 |
| Total participant loans and cash | 43,820 |
| Receivables: | |
| | - |
| NET ASSETS AVAILABLE FOR BENEFITS | $ 8,294,300 |

**See accompanying accountants' report**
**and notes to financial statements.**

FULLMER CONSTRUCTION 401(K)
DEFINED CONTRIBUTION PLAN
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
DECEMBER 31, 2012

| | 2012 |
|---|---|
| Additions to net assets attributed to: | |
| Investment income: | |
| Net appreciation (loss) in assets | $ 858,182 |
| Interest income | 23,965 |
| Dividends | 62,493 |
| | 944,640 |
| Contributions: | |
| Employer's | 176,527 |
| Participants | 451,664 |
| | 628,191 |
| Total additions | 1,572,831 |
| Deductions from net assets attributed to: | |
| Benefits paid to participants | 367,275 |
| Administrative expenses | 1,365 |
| Total deductions | 368,640 |
| **Net increase (decrease)** | **1,204,191** |
| Net assets available for benefits: | |
| Beginning of year | 7,090,109 |
| **End of Year** | $ 8,294,300 |

**See accompanying accountants' report and notes to financial statements.**

FULLMER CONSTRUCTION 401(K)

DEFINED CONTRIBUTION PLAN

SUPPLEMENTAL SCHEDULE H LINE 4i SCHEDULE OF ASSETS (HELD AT END OF YEAR)

DECEMBER 31, 2012

| | Market Value | Cost |
|---|---|---|
| Funds held in insurance company general account: | | |
| Prudential Guaranteed Income Fund | $ 1,763,728 | $ 1,763,728 |
| Fund Name: | | |
| Oppen Quest Intnl Value A | 1,543,007 | 1,596,882 |
| Growth Fund of America R3 | 1,117,176 | 986,269 |
| Van Kamp Comstock Fund R | 993,813 | 887,032 |
| Goldman Sachs Government Income A | 971,574 | 972,602 |
| Prudential Jennison Small Co. Fund A | 597,349 | 494,565 |
| Goldman Sachs Mid Cap | 536,844 | 466,210 |
| Alger Mid Cap Grow I | 134,112 | 138,992 |
| American Balanced Fund R3 | 116,779 | 105,555 |
| Prudential Dryden Stock Index Fund Z | 113,051 | 100,882 |
| Pimco Total Return | 102,968 | 102,458 |
| Oppen Global Opp A | 98,148 | 95,270 |
| Wells Fargo Advisors | 85,202 | 83,779 |
| Loans to participant - 5% - 9.5% | 43,820 | 43,820 |
| MFS Global Equity | 32,443 | 29,695 |
| Ivy Science & Tech | 32,419 | 29,731 |
| Oppenheimer Developing Markets | 4,032 | 3,634 |
| Pimco Real Estate | 3,886 | 4,043 |
| Oppenheimer Gold | 3,645 | 4,020 |
| Fidelity Advisor Health | 304 | 307 |
| Total investments | $ 8,294,300 | $ 7,909,474 |

See accompanying accountants' report
and notes to financial statements.

**FULLMER CONSTRUCTION 401 (K)**
**DEFINED CONTRIBUTION PLAN**
**NOTES TO FINANCIAL STATEMENTS**
**DECEMBER 31, 2012**

Note 1 - Description of Plan:

The following description of the Fullmer Construction 401 (k) Defined Contribution Plan ("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 employees of the Company. It is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Contributions: Each year, participants may contribute a minimum of 0% up to the maximum limit allowed by the Internal Revenue Service which is $17,000 if participant has not reached 50 years of age and $22,500 if participant is 50 years or older. The Company has a discretionary matching percentage of the compensation you elect to defer, which percentage will be determined each year by the employer. The current year matching percentage is 2.5%. An additional discretionary profit sharing contribution may be contributed each year at the option of the employer. No additional discretionary profit sharing contributions were authorized. Contributions are subject to certain ERISA limitations.

Participant Accounts: Each participant's account is credited with the participant's contribution, and allocations of (a) the Company's contribution, (b) Plan earnings, and charged an allocation of administrative expenses. Allocations are based on participant earnings.

Vesting: Participant's are always 100% vested in contributions to the Plan plus actual earnings on the participant's contribution. Vesting in the Company's matching and discretionary contributions to the Plan plus actual earnings on the Company's matching and discretionary contribution is based on years of service of the participant. A participant is 100% vested after two years of credited service.

Investment Options: Upon enrollment in the Plan, a participant may direct employee contributions in any of various investment funds with a minimum of 10% in any fund and may increase the investment in any of the funds in 5% increments. Participants may change their investment options at anytime.

Participant Notes Receivable: Participants may borrow from their fund accounts an amount equal to the lesser of 50% of your vested account balance or $50,000. Loan terms range from one to three years or up to five years if you use the loan to acquire your principal residence. The loans are secured by the balance in the participant's account and bear a reasonable rate of interest. Loans may be made for reason of hardship or financial necessity only.

Note 1 - Description of Plan (continued):

Payment of Benefits: On termination of service due to death, retirement, disability or other reasons the participant will receive the value of the vested interest in a lump sum distribution within 60 days of the latest of these events to occur.

Forfeited Accounts: Forfeitures are created when participants terminate employment before becoming entitled to their full benefits under the plan. At December 31, 2012, forfeited nonvested accounts totaled $7,797. Forfeitures of matching contributions will go to reduce the Employer's required matching contribution for the following Plan year or plan expenses.

Note 2 - Summary of Significant Accounting Policies:

Basis of Accounting

The financial statements of the Plan are prepared using the accrual method of accounting.

Estimates

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

Investment Valuation and Income Recognition

The Plan's investments are stated at fair value. Shares of Prudential Investors Funds are valued at quoted market prices, which represent the net asset value of shares held by the Plan at year-end. Participant note receivable is valued at cost that approximates fair value.

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.

Payment of Benefits

Benefits are recorded when paid.

Note 3 - Information Prepared and Certified by Trustee:

The following is a summary of investment information regarding the plan as of December 31, 2012, and for the year then ended, included in the Plan's financial statement that was prepared by or derived from information prepared by Prudential Retirement Insurance Company, the trustee of the plan, and furnished to the plan administrator. The Plan administrator has obtained certifications from the trustee that such information is complete and accurate. The Plan administrator has elected the method of compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

Investments, at fair value:

| | |
|---|---|
| Prudential Retirement Funds | $6,486,752 |
| Prudential Guaranteed Fund | 1,763,728 |
| Receivables | - |
| Participants loan | 43,820 |
| Contributions received | 628,191 |

During 2012, the Plans investments (including gains and losses on investments bought and sold, as well as held during the year) decreased in value by $858,182 as follows:

| | |
|---|---|
| Mutual funds | $ 858,182 |

Note 4 - 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 quote 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:

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

Level 2 - Inputs to the valuation methodology include quoted prices for similar assets or liabilities in active markets, quoted prices for identical or similar assets and liabilities in inactive markets, inputs other than quoted prices that are observable for the asset or liability and 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.

Note 4 - Fair Value Measurements (continued):

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 the 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, 2012.

Mutual Funds: Valued at net asset value of shares held by plan at year-end. This is considered a level 1 valuation.

Participant loans: Valued at amortized cost, which approximates fair value. This is considered a level 3 valuation.

Prudential Fixed Fund: Valued at net asset value of shares held by plan at year-end. This is considered a level 1 valuation.

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 5-Guaranteed Investment Contract Prudential Retirement Insurance Company:

In 2012, the plan entered into a benefit-responsive guaranteed investment contract with Prudential Retirement Insurance Company (PRIC). PRIC maintains the contributions in a general account. The account is credited with earnings on the underlying investments and charged for participant withdrawals and administrative expenses. The guaranteed investment contract issuer is contractually obligated to repay the principal and a specific interest rate that if guaranteed to the plan.

Because the guaranteed investment contract is fully benefit-responsive, contract value is the relevant measurement attribute for that portion of the net assets available for benefits attributable to the guaranteed investment contract. The guaranteed investment contract is presented on the face of the statement of net assets available for benefits at fair value with an adjustment to contract value in arriving at net assets available for benefits. Contract value, as reported to the plan by PRIC, represents contributions made under the contract, plus earnings, less participant withdrawals and administrative expenses. Participants may ordinarily direct withdrawal or transfer of all or a portion of their investment at contract value.

Note 5-Guaranteed Investment Contract Prudential Retirement Insurance Company (continued):

There are no reserves against the contract value for credit risk of the contract insurer or otherwise. The fair value of the investment contract at December 31, 2012 is $1,763,728.

Note 6 - 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 7 - Tax Status:

The Internal Revenue Service has determined and informed the Company by a letter dated April 14, 1997, that the Plan and related trust are designed in accordance with applicable sections of the Internal Revenue Code (IRC). The plan has been amended since receiving the determination letter. However, the Plan administrator believes that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC.

Note 8 - Excess Contributions Refundable:

At December 31, 2012, net assets available for plan benefits included $0 for amounts refundable by the Plan to participants for contributions made in excess of amounts allowed by the Internal Revenue Service. The refunds were distributed on or about March 13, 2012.

Note 9 - Related-Party Transactions:

Certain plan investments are shares of mutual funds managed by Prudential Investments. Prudential Investments is the trustee as defined by the plan and, therefore, these transactions qualify as party-in-interest transactions. Fees paid by the plan for administrative fees amounted to $1,365 for the year ended December 31, 2012.

Note 10 - Risks and Uncertainties:

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

PROFIT SHARING PLAN

STATEMENT OF NET ASSETS AVAILABLE FOR BENEFITS

DECEMBER 31, 2011

| | 2011 |
|---|---|
| ınds held in insurance company general account: | |
| Prudential Guaranteed Income Fund (Note 5) | $ 1,534,993 |
| ıvestments (at fair value) (Note 3 and 4): | |
| Oppen Quest Intnl Value A | 1,356,983 |
| Growth Fund of America R3 | 932,375 |
| Van Kamp Comstock Fund R | 869,432 |
| Goldman Sachs Government Income A | 867,758 |
| Prudential Jennison Small Co. Fund A | 538,736 |
| Goldman Sachs Mid Cap | 499,608 |
| Alger Mid Cap Grow I | 132,842 |
| Prudential Dryden Stock Index Fund Z | 119,717 |
| Oppen Global Opp A | 117,938 |
| American Balanced Fund R3 | 75,736 |
| Total investments | 5,511,125 |
| ɜrticipant loans and cash: | |
| Loans to participant | 43,990 |
| Total participant loans and cash | 43,990 |
| ɜceivables: | |
| | - |
| NET ASSETS AVAILABLE FOR BENEFITS | $ 7,090,108 |

See accompanying accountants' report
and notes to financial statements.

PROFIT SHARING PLAN
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
DECEMBER 31, 2011

| | 2011 |
|---|---|
| ıdditions to net assets attributed to: | |
| ıvestment income: | |
| Net appreciation (loss) in assets | $ (435,302 |
| Interest income | 28,549 |
| Other income (loss) | 129 |
| Dividends | 44,348 |
| | (362,276 |
| ɔntributions: | |
| Employer's | 140,077 |
| Participants | 405,805 |
| Rollovers | 21,859 |
| | 567,741 |
| ɔtal additions | 205,465 |
| ɜductions from net assets attributed to: | |
| Benefits paid to participants | 1,491,071 |
| Certain deemed distributions | 11,422 |
| Administrative expenses | 2,412 |
| ɔtal deductions | 1,504,905 |
| ɜt increase (decrease) | (1,299,440 |
| ɜt assets available for benefits: | |
| Beginning of year | 8,389,548 |
| ıd of Year | $ 7,090,108 |

See accompanying accountants' report
and notes to financial statements.

PROFIT SHARING PLAN

SUPPLEMENTAL SCHEDULE H LINE 4i SCHEDULE OF ASSETS (HELD AT END OF YEAR)

DECEMBER 31, 2011

| | Market Value | Cost |
|---|---|---|
| ınds held in insurance company general account: | | |
| Prudential Guaranteed Income Fund | $ 1,534,993 | $ 1,534,993 |
| ınd Name: | | |
| Growth Fund of America R3 | 932,375 | 973,441 |
| Van Kamp Comstock Fund R | 869,432 | 898,952 |
| Oppen Quest Intnl Value A | 1,356,983 | 1,738,263 |
| Goldman Sachs Government Income A | 867,758 | 844,175 |
| Prudential Jennison Small Co. Fund A | 538,736 | 490,303 |
| Goldman Sachs Mid Cap | 499,608 | 495,579 |
| Alger Mid Cap Grow I | 132,842 | 148,301 |
| Oppen Global Opp A | 117,938 | 122,405 |
| American Balanced Fund R3 | 75,736 | 74,133 |
| Loans to participant - 5% - 9.5% | 43,990 | 43,990 |
| Prudential Dryden Stock Index Fund Z | 119,717 | 119,510 |
| Total investments | $ 7,090,108 | $ 7,484,045 |

See accompanying accountants' report
and notes to financial statements.

**FULLMER CONSTRUCTION 401 (K)**
**PROFIT SHARING PLAN**
**NOTES TO FINANCIAL STATEMENTS**
**DECEMBER 31, 2011**

Note 1 - Description of Plan:

The following description of the Fullmer Construction 401 (k) Profit Sharing Plan ("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 employees of the Company. It is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Contributions: Each year, participants may contribute a minimum of 2.5% up to the maximum limit allowed by the Internal Revenue Service which is $16,500 if participant has not reached 50 years of age and $22,000 if participant is 50 years or older. The Company has a discretionary matching percentage of the compensation you elect to defer, which percentage will be determined each year by the employer. The current year matching percentage is 2.5%. An additional discretionary profit sharing contribution may be contributed each year at the option of the employer. No additional discretionary profit sharing contributions were authorized. Contributions are subject to certain ERISA limitations.

Participant Accounts: Each participant's account is credited with the participant's contribution, and allocations of (a) the Company's contribution, (b) Plan earnings, and charged an allocation of administrative expenses. Allocations are based on participant earnings.

Vesting: Participant's are always 100% vested in contributions to the Plan plus actual earnings on the participant's contribution. Vesting in the Company's matching and discretionary contributions to the Plan plus actual earnings on the Company's matching and discretionary contribution is based on years of service of the participant. A participant is 100% vested after two years of credited service.

Investment Options: Upon enrollment in the Plan, a participant may direct employee contributions in any of various investment funds with a minimum of 10% in any fund and may increase the investment in any of the funds in 5% increments. Participants may change their investment options quarterly.

Participant Notes Receivable: Participants may borrow from their fund accounts an amount equal to the lesser of 50% of your vested account balance or $50,000. Loan terms range from one to three years or up to five years if you use the loan to acquire your principal residence. The loans are secured by the balance in the participant's account and bear a reasonable rate of interest. Loans may be made for reason of hardship or financial necessity only.

Note 1 - Description of Plan (continued):

Payment of Benefits: On termination of service due to death, retirement, disability or other reasons the participant will receive the value of the vested interest in a lump sum distribution within 60 days of the latest of these events to occur.

Forfeited Accounts: Forfeitures are created when participants terminate employment before becoming entitled to their full benefits under the plan. At December 31, 2011, forfeited nonvested accounts totaled $7,359. Forfeitures of matching contributions will go to reduce the Employer's required matching contribution for the following Plan year. Forfeitures of profit sharing contributions are added to the Employer's profit sharing contribution and allocated to participants eligible to share in such contributions on compensation to total compensation basis for the Plan year.

Note 2 - Summary of Significant Accounting Policies:

Basis of Accounting

The financial statements of the Plan are prepared using the accrual method of accounting.

Estimates

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

Investment Valuation and Income Recognition

The Plan's investments are stated at fair value. Shares of Prudential Investors Funds are valued at quoted market prices, which represent the net asset value of shares held by the Plan at year-end. Participant note receivable is valued at cost that approximates fair value.

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.

Payment of Benefits

Benefits are recorded when paid.

Note 3 - Information Prepared and Certified by Trustee:

The following is a summary of investment information regarding the plan as of December 31, 2011, and for the year then ended, included in the Plan's financial statement that was prepared by or derived from information prepared by Prudential Retirement Insurance Company, the trustee of the plan, and furnished to the plan administrator. The Plan administrator has obtained certifications from the trustee that such information is complete and accurate. The Plan administrator has elected the method of compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

Investments, at fair value:

| | |
|---|---|
| Prudential Retirement Funds | $5,511,126 |
| Prudential Guaranteed Fund | 1,534,993 |
| Receivables | - |
| Participants loan | 43,990 |
| Contributions received | 567,741 |

During 2011, the Plans investments (including gains and losses on investments bought and sold, as well as held during the year) decreased in value by $435,302 as follows:

| | |
|---|---|
| Mutual funds | $ 435,302 |

Note 4 - 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 quote 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:

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

Level 2 - Inputs to the valuation methodology include quoted prices for similar assets or liabilities in active markets, quoted prices for identical or similar assets and liabilities in inactive markets, inputs other than quoted prices that are observable for the asset or liability and 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.

Note 4 - Fair Value Measurements (continued):

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 the 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, 2011.

Mutual Funds: Valued at net asset value of shares held by plan at year-end. This is considered a level 1 valuation.

Participant loans: Valued at amortized cost, which approximates fair value. This is considered a level 3 valuation.

Prudential Fixed Fund: Valued at net asset value of shares held by plan at year-end. This is considered a level 1 valuation.

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 5-Guaranteed Investment Contract Prudential Retirement Insurance Company:

In 2011, the plan entered into a benefit-responsive guaranteed investment contract with Prudential Retirement Insurance Company (PRIC). PRIC maintains the contributions in a general account. The account is credited with earnings on the underlying investments and charged for participant withdrawals and administrative expenses. The guaranteed investment contract issuer is contractually obligated to repay the principal and a specific interest rate that if guaranteed to the plan.

Because the guaranteed investment contract is fully benefit-responsive, contract value is the relevant measurement attribute for that portion of the net assets available for benefits attributable to the guaranteed investment contract. The guaranteed investment contract is presented on the face of the statement of net assets available for benefits at fair value with an adjustment to contract value in arriving at net assets available for benefits. Contract value, as reported to the plan by PRIC, represents contributions made under the contract, plus earnings, less participant withdrawals and administrative expenses. Participants may ordinarily direct withdrawal or transfer of all or a portion of their investment at contract value.

Note 5-Guaranteed Investment Contract Prudential Retirement Insurance Company (continued):

There are no reserves against the contract value for credit risk of the contract insurer or otherwise. The fair value of the investment contract at December 31, 2011 is $1,534,993.

Note 6 - 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 7 - Tax Status:

The Internal Revenue Service has determined and informed the Company by a letter dated April 14, 1997, that the Plan and related trust are designed in accordance with applicable sections of the Internal Revenue Code (IRC). The plan has been amended since receiving the determination letter. However, the Plan administrator believes that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC.

Note 8 - Excess Contributions Refundable:

At December 31, 2011, net assets available for plan benefits included $0 for amounts refundable by the Plan to participants for contributions made in excess of amounts allowed by the Internal Revenue Service. The refunds were distributed on or about March 13, 2012.

Note 9 - Related-Party Transactions:

Certain plan investments are shares of mutual funds managed by Prudential Investments. Prudential Investments is the trustee as defined by the plan and, therefore, these transactions qualify as party-in-interest transactions. Fees paid by the plan for administrative fees amounted to $2,412 for the year ended December 31, 2011.

Note 10 - Risks and Uncertainties:

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

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Certified Public Accountants
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# INDEPENDENT AUDITORS' REPORT

To the Plan Administrator of
Fullmer Construction 401(k) Defined Contribution Plan

We were engaged to audit the accompanying statement of net assets available for benefits of Fullmer Construction 401(k) Defined Contribution Plan as of December 31, 2012 and the related statement of changes in net assets available for benefits for the year ended December 31, 2012 and the supplemental Schedule H, line 4i-Schedule of Assets Held (At end of Year) as of or for the year ended December 31, 2012. These financial statements and supplemental schedule are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 3, which was certified by Prudential Retirement Services, the custodian of the Plan, except for comparing such information with the related information included in the 2012 financial statements and supplemental schedule. We have been informed by the plan administrator that the custodian holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certificate from the custodian as of December 31, 2012 and for the year ended December 31, 2012, that the information provided to the plan administrator by the trustee is complete and accurate.

Because of the significance of the information that we did not audit, we are unable to, and do not, express an opinion on the accompanying financial statements and supplemental schedule taken as a whole. The supplemental schedule is presented for the purpose of additional analysis and is not a required part of the financial statements, but is required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. The form and content of the information included in the financial statements and supplemental schedule, other than that derived from the information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

O'Conner & Co.

July 23, 2013

**FULLMER CONSTRUCTION 401(K)**
**DEFINED CONTRIBUTION PLAN**
**STATEMENT OF NET ASSETS AVAILABLE FOR BENEFITS**
**DECEMBER 31, 2012**

| | 2012 |
|---|---|
| Funds held in insurance company general account: | |
| Prudential Guaranteed Income Fund (Note 5) | $ 1,763,728 |
| Investments (at fair value) (Note 3 and 4): | |
| Oppenheimer Quest Intnl Value A | 1,543,007 |
| Growth Fund of America R3 | 1,117,176 |
| Invesco Comstock Fund R | 993,813 |
| Goldman Sachs Government Income A | 971,574 |
| Prudential Jennison Small Co. Fund A | 597,349 |
| Goldman Sachs Mid Cap | 536,844 |
| Alger Mid Cap Grow I | 134,112 |
| American Balanced Fund R3 | 116,779 |
| Prudential Dryden Stock Index Fund Z | 113,051 |
| Pimco Total Return | 102,968 |
| Oppenheimer Global Opp A | 98,148 |
| Wells Fargo Advisor | 85,202 |
| MFS Global Equity | 32,443 |
| Ivy Science & Tech | 32,419 |
| Oppenheimer Developing Market | 4,032 |
| Pimco Real Estate | 3,886 |
| Oppenheimer Gold | 3,645 |
| Fidelity Advisor Health | 304 |
| Total investments | 6,486,752 |
| Participant loans and cash: | |
| Loans to participant | 43,820 |
| Total participant loans and cash | 43,820 |
| Receivables: | |
| | - |
| NET ASSETS AVAILABLE FOR BENEFITS | $ 8,294,300 |

**See accompanying accountants' report**
**and notes to financial statements.**

FULLMER CONSTRUCTION 401(K)
DEFINED CONTRIBUTION PLAN
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
DECEMBER 31, 2012

| | 2012 |
|---|---|
| Additions to net assets attributed to: | |
| Investment income: | |
| Net appreciation (loss) in assets | $ 858,182 |
| Interest income | 23,965 |
| Dividends | 62,493 |
| | 944,640 |
| Contributions: | |
| Employer's | 176,527 |
| Participants | 451,664 |
| | 628,191 |
| Total additions | 1,572,831 |
| Deductions from net assets attributed to: | |
| Benefits paid to participants | 367,275 |
| Administrative expenses | 1,365 |
| Total deductions | 368,640 |
| **Net increase (decrease)** | **1,204,191** |
| Net assets available for benefits: | |
| Beginning of year | 7,090,109 |
| **End of Year** | $ 8,294,300 |

**See accompanying accountants' report and notes to financial statements.**

FULLMER CONSTRUCTION 401(K)

DEFINED CONTRIBUTION PLAN

SUPPLEMENTAL SCHEDULE H LINE 4i SCHEDULE OF ASSETS (HELD AT END OF YEAR)

DECEMBER 31, 2012

| | Market Value | Cost |
|---|---|---|
| Funds held in insurance company general account: | | |
| Prudential Guaranteed Income Fund | $ 1,763,728 | $ 1,763,728 |
| Fund Name: | | |
| Oppen Quest Intnl Value A | 1,543,007 | 1,596,882 |
| Growth Fund of America R3 | 1,117,176 | 986,269 |
| Van Kamp Comstock Fund R | 993,813 | 887,032 |
| Goldman Sachs Government Income A | 971,574 | 972,602 |
| Prudential Jennison Small Co. Fund A | 597,349 | 494,565 |
| Goldman Sachs Mid Cap | 536,844 | 466,210 |
| Alger Mid Cap Grow I | 134,112 | 138,992 |
| American Balanced Fund R3 | 116,779 | 105,555 |
| Prudential Dryden Stock Index Fund Z | 113,051 | 100,882 |
| Pimco Total Return | 102,968 | 102,458 |
| Oppen Global Opp A | 98,148 | 95,270 |
| Wells Fargo Advisors | 85,202 | 83,779 |
| Loans to participant - 5% - 9.5% | 43,820 | 43,820 |
| MFS Global Equity | 32,443 | 29,695 |
| Ivy Science & Tech | 32,419 | 29,731 |
| Oppenheimer Developing Markets | 4,032 | 3,634 |
| Pimco Real Estate | 3,886 | 4,043 |
| Oppenheimer Gold | 3,645 | 4,020 |
| Fidelity Advisor Health | 304 | 307 |
| Total investments | $ 8,294,300 | $ 7,909,474 |

See accompanying accountants' report
and notes to financial statements.

**FULLMER CONSTRUCTION 401 (K)**
**DEFINED CONTRIBUTION PLAN**
**NOTES TO FINANCIAL STATEMENTS**
**DECEMBER 31, 2012**

Note 1 - Description of Plan:

The following description of the Fullmer Construction 401 (k) Defined Contribution Plan ("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 employees of the Company. It is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Contributions: Each year, participants may contribute a minimum of 0% up to the maximum limit allowed by the Internal Revenue Service which is $17,000 if participant has not reached 50 years of age and $22,500 if participant is 50 years or older. The Company has a discretionary matching percentage of the compensation you elect to defer, which percentage will be determined each year by the employer. The current year matching percentage is 2.5%. An additional discretionary profit sharing contribution may be contributed each year at the option of the employer. No additional discretionary profit sharing contributions were authorized. Contributions are subject to certain ERISA limitations.

Participant Accounts: Each participant's account is credited with the participant's contribution, and allocations of (a) the Company's contribution, (b) Plan earnings, and charged an allocation of administrative expenses. Allocations are based on participant earnings.

Vesting: Participant's are always 100% vested in contributions to the Plan plus actual earnings on the participant's contribution. Vesting in the Company's matching and discretionary contributions to the Plan plus actual earnings on the Company's matching and discretionary contribution is based on years of service of the participant. A participant is 100% vested after two years of credited service.

Investment Options: Upon enrollment in the Plan, a participant may direct employee contributions in any of various investment funds with a minimum of 10% in any fund and may increase the investment in any of the funds in 5% increments. Participants may change their investment options at anytime.

Participant Notes Receivable: Participants may borrow from their fund accounts an amount equal to the lesser of 50% of your vested account balance or $50,000. Loan terms range from one to three years or up to five years if you use the loan to acquire your principal residence. The loans are secured by the balance in the participant's account and bear a reasonable rate of interest. Loans may be made for reason of hardship or financial necessity only.

Note 1 - Description of Plan (continued):

Payment of Benefits: On termination of service due to death, retirement, disability or other reasons the participant will receive the value of the vested interest in a lump sum distribution within 60 days of the latest of these events to occur.

Forfeited Accounts: Forfeitures are created when participants terminate employment before becoming entitled to their full benefits under the plan. At December 31, 2012, forfeited nonvested accounts totaled $7,797. Forfeitures of matching contributions will go to reduce the Employer's required matching contribution for the following Plan year or plan expenses.

Note 2 - Summary of Significant Accounting Policies:

Basis of Accounting

The financial statements of the Plan are prepared using the accrual method of accounting.

Estimates

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

Investment Valuation and Income Recognition

The Plan's investments are stated at fair value. Shares of Prudential Investors Funds are valued at quoted market prices, which represent the net asset value of shares held by the Plan at year-end. Participant note receivable is valued at cost that approximates fair value.

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.

Payment of Benefits

Benefits are recorded when paid.

Note 3 - Information Prepared and Certified by Trustee:

The following is a summary of investment information regarding the plan as of December 31, 2012, and for the year then ended, included in the Plan's financial statement that was prepared by or derived from information prepared by Prudential Retirement Insurance Company, the trustee of the plan, and furnished to the plan administrator. The Plan administrator has obtained certifications from the trustee that such information is complete and accurate. The Plan administrator has elected the method of compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

Investments, at fair value:

| | |
|---|---|
| Prudential Retirement Funds | $6,486,752 |
| Prudential Guaranteed Fund | 1,763,728 |
| Receivables | - |
| Participants loan | 43,820 |
| Contributions received | 628,191 |

During 2012, the Plans investments (including gains and losses on investments bought and sold, as well as held during the year) decreased in value by $858,182 as follows:

| | |
|---|---|
| Mutual funds | $ 858,182 |

Note 4 - 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 quote 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:

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

Level 2 - Inputs to the valuation methodology include quoted prices for similar assets or liabilities in active markets, quoted prices for identical or similar assets and liabilities in inactive markets, inputs other than quoted prices that are observable for the asset or liability and 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.

Note 4 - Fair Value Measurements (continued):

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 the 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, 2012.

Mutual Funds: Valued at net asset value of shares held by plan at year-end. This is considered a level 1 valuation.

Participant loans: Valued at amortized cost, which approximates fair value. This is considered a level 3 valuation.

Prudential Fixed Fund: Valued at net asset value of shares held by plan at year-end. This is considered a level 1 valuation.

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 5-Guaranteed Investment Contract Prudential Retirement Insurance Company:

In 2012, the plan entered into a benefit-responsive guaranteed investment contract with Prudential Retirement Insurance Company (PRIC). PRIC maintains the contributions in a general account. The account is credited with earnings on the underlying investments and charged for participant withdrawals and administrative expenses. The guaranteed investment contract issuer is contractually obligated to repay the principal and a specific interest rate that if guaranteed to the plan.

Because the guaranteed investment contract is fully benefit-responsive, contract value is the relevant measurement attribute for that portion of the net assets available for benefits attributable to the guaranteed investment contract. The guaranteed investment contract is presented on the face of the statement of net assets available for benefits at fair value with an adjustment to contract value in arriving at net assets available for benefits. Contract value, as reported to the plan by PRIC, represents contributions made under the contract, plus earnings, less participant withdrawals and administrative expenses. Participants may ordinarily direct withdrawal or transfer of all or a portion of their investment at contract value.

Note 5-Guaranteed Investment Contract Prudential Retirement Insurance Company (continued):

There are no reserves against the contract value for credit risk of the contract insurer or otherwise. The fair value of the investment contract at December 31, 2012 is $1,763,728.

Note 6 - 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 7 - Tax Status:

The Internal Revenue Service has determined and informed the Company by a letter dated April 14, 1997, that the Plan and related trust are designed in accordance with applicable sections of the Internal Revenue Code (IRC). The plan has been amended since receiving the determination letter. However, the Plan administrator believes that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC.

Note 8 - Excess Contributions Refundable:

At December 31, 2012, net assets available for plan benefits included $0 for amounts refundable by the Plan to participants for contributions made in excess of amounts allowed by the Internal Revenue Service. The refunds were distributed on or about March 13, 2012.

Note 9 - Related-Party Transactions:

Certain plan investments are shares of mutual funds managed by Prudential Investments. Prudential Investments is the trustee as defined by the plan and, therefore, these transactions qualify as party-in-interest transactions. Fees paid by the plan for administrative fees amounted to $1,365 for the year ended December 31, 2012.

Note 10 - Risks and Uncertainties:

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

PROFIT SHARING PLAN

STATEMENT OF NET ASSETS AVAILABLE FOR BENEFITS

DECEMBER 31, 2011

| | 2011 |
|---|---|
| ınds held in insurance company general account: | |
| Prudential Guaranteed Income Fund (Note 5) | $ 1,534,993 |
| ıvestments (at fair value) (Note 3 and 4): | |
| Oppen Quest Intnl Value A | 1,356,983 |
| Growth Fund of America R3 | 932,375 |
| Van Kamp Comstock Fund R | 869,432 |
| Goldman Sachs Government Income A | 867,758 |
| Prudential Jennison Small Co. Fund A | 538,736 |
| Goldman Sachs Mid Cap | 499,608 |
| Alger Mid Cap Grow I | 132,842 |
| Prudential Dryden Stock Index Fund Z | 119,717 |
| Oppen Global Opp A | 117,938 |
| American Balanced Fund R3 | 75,736 |
| Total investments | 5,511,125 |
| ɜrticipant loans and cash: | |
| Loans to participant | 43,990 |
| Total participant loans and cash | 43,990 |
| ɜceivables: | |
| | - |
| NET ASSETS AVAILABLE FOR BENEFITS | $ 7,090,108 |

See accompanying accountants' report
and notes to financial statements.

PROFIT SHARING PLAN
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
DECEMBER 31, 2011

| | 2011 |
|---|---|
| ıdditions to net assets attributed to: | |
| ıvestment income: | |
| Net appreciation (loss) in assets | $ (435,302 |
| Interest income | 28,549 |
| Other income (loss) | 129 |
| Dividends | 44,348 |
| | (362,276 |
| ɔntributions: | |
| Employer's | 140,077 |
| Participants | 405,805 |
| Rollovers | 21,859 |
| | 567,741 |
| ɔtal additions | 205,465 |
| ɜductions from net assets attributed to: | |
| Benefits paid to participants | 1,491,071 |
| Certain deemed distributions | 11,422 |
| Administrative expenses | 2,412 |
| ɔtal deductions | 1,504,905 |
| ɜt increase (decrease) | (1,299,440 |
| ɜt assets available for benefits: | |
| Beginning of year | 8,389,548 |
| ıd of Year | $ 7,090,108 |

See accompanying accountants' report
and notes to financial statements.

PROFIT SHARING PLAN

SUPPLEMENTAL SCHEDULE H LINE 4i SCHEDULE OF ASSETS (HELD AT END OF YEAR)

DECEMBER 31, 2011

| | Market Value | Cost |
|---|---|---|
| ınds held in insurance company general account: | | |
| Prudential Guaranteed Income Fund | $ 1,534,993 | $ 1,534,993 |
| ınd Name: | | |
| Growth Fund of America R3 | 932,375 | 973,441 |
| Van Kamp Comstock Fund R | 869,432 | 898,952 |
| Oppen Quest Intnl Value A | 1,356,983 | 1,738,263 |
| Goldman Sachs Government Income A | 867,758 | 844,175 |
| Prudential Jennison Small Co. Fund A | 538,736 | 490,303 |
| Goldman Sachs Mid Cap | 499,608 | 495,579 |
| Alger Mid Cap Grow I | 132,842 | 148,301 |
| Oppen Global Opp A | 117,938 | 122,405 |
| American Balanced Fund R3 | 75,736 | 74,133 |
| Loans to participant - 5% - 9.5% | 43,990 | 43,990 |
| Prudential Dryden Stock Index Fund Z | 119,717 | 119,510 |
| Total investments | $ 7,090,108 | $ 7,484,045 |

See accompanying accountants' report
and notes to financial statements.

**FULLMER CONSTRUCTION 401 (K)**
**PROFIT SHARING PLAN**
**NOTES TO FINANCIAL STATEMENTS**
**DECEMBER 31, 2011**

Note 1 - Description of Plan:

The following description of the Fullmer Construction 401 (k) Profit Sharing Plan ("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 employees of the Company. It is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Contributions: Each year, participants may contribute a minimum of 2.5% up to the maximum limit allowed by the Internal Revenue Service which is $16,500 if participant has not reached 50 years of age and $22,000 if participant is 50 years or older. The Company has a discretionary matching percentage of the compensation you elect to defer, which percentage will be determined each year by the employer. The current year matching percentage is 2.5%. An additional discretionary profit sharing contribution may be contributed each year at the option of the employer. No additional discretionary profit sharing contributions were authorized. Contributions are subject to certain ERISA limitations.

Participant Accounts: Each participant's account is credited with the participant's contribution, and allocations of (a) the Company's contribution, (b) Plan earnings, and charged an allocation of administrative expenses. Allocations are based on participant earnings.

Vesting: Participant's are always 100% vested in contributions to the Plan plus actual earnings on the participant's contribution. Vesting in the Company's matching and discretionary contributions to the Plan plus actual earnings on the Company's matching and discretionary contribution is based on years of service of the participant. A participant is 100% vested after two years of credited service.

Investment Options: Upon enrollment in the Plan, a participant may direct employee contributions in any of various investment funds with a minimum of 10% in any fund and may increase the investment in any of the funds in 5% increments. Participants may change their investment options quarterly.

Participant Notes Receivable: Participants may borrow from their fund accounts an amount equal to the lesser of 50% of your vested account balance or $50,000. Loan terms range from one to three years or up to five years if you use the loan to acquire your principal residence. The loans are secured by the balance in the participant's account and bear a reasonable rate of interest. Loans may be made for reason of hardship or financial necessity only.

Note 1 - Description of Plan (continued):

Payment of Benefits: On termination of service due to death, retirement, disability or other reasons the participant will receive the value of the vested interest in a lump sum distribution within 60 days of the latest of these events to occur.

Forfeited Accounts: Forfeitures are created when participants terminate employment before becoming entitled to their full benefits under the plan. At December 31, 2011, forfeited nonvested accounts totaled $7,359. Forfeitures of matching contributions will go to reduce the Employer's required matching contribution for the following Plan year. Forfeitures of profit sharing contributions are added to the Employer's profit sharing contribution and allocated to participants eligible to share in such contributions on compensation to total compensation basis for the Plan year.

Note 2 - Summary of Significant Accounting Policies:

Basis of Accounting

The financial statements of the Plan are prepared using the accrual method of accounting.

Estimates

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

Investment Valuation and Income Recognition

The Plan's investments are stated at fair value. Shares of Prudential Investors Funds are valued at quoted market prices, which represent the net asset value of shares held by the Plan at year-end. Participant note receivable is valued at cost that approximates fair value.

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.

Payment of Benefits

Benefits are recorded when paid.

Note 3 - Information Prepared and Certified by Trustee:

The following is a summary of investment information regarding the plan as of December 31, 2011, and for the year then ended, included in the Plan's financial statement that was prepared by or derived from information prepared by Prudential Retirement Insurance Company, the trustee of the plan, and furnished to the plan administrator. The Plan administrator has obtained certifications from the trustee that such information is complete and accurate. The Plan administrator has elected the method of compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

Investments, at fair value:

| | |
|---|---|
| Prudential Retirement Funds | $5,511,126 |
| Prudential Guaranteed Fund | 1,534,993 |
| Receivables | - |
| Participants loan | 43,990 |
| Contributions received | 567,741 |

During 2011, the Plans investments (including gains and losses on investments bought and sold, as well as held during the year) decreased in value by $435,302 as follows:

| | |
|---|---|
| Mutual funds | $ 435,302 |

Note 4 - 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 quote 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:

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

Level 2 - Inputs to the valuation methodology include quoted prices for similar assets or liabilities in active markets, quoted prices for identical or similar assets and liabilities in inactive markets, inputs other than quoted prices that are observable for the asset or liability and 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.

Note 4 - Fair Value Measurements (continued):

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 the 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, 2011.

Mutual Funds: Valued at net asset value of shares held by plan at year-end. This is considered a level 1 valuation.

Participant loans: Valued at amortized cost, which approximates fair value. This is considered a level 3 valuation.

Prudential Fixed Fund: Valued at net asset value of shares held by plan at year-end. This is considered a level 1 valuation.

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 5-Guaranteed Investment Contract Prudential Retirement Insurance Company:

In 2011, the plan entered into a benefit-responsive guaranteed investment contract with Prudential Retirement Insurance Company (PRIC). PRIC maintains the contributions in a general account. The account is credited with earnings on the underlying investments and charged for participant withdrawals and administrative expenses. The guaranteed investment contract issuer is contractually obligated to repay the principal and a specific interest rate that if guaranteed to the plan.

Because the guaranteed investment contract is fully benefit-responsive, contract value is the relevant measurement attribute for that portion of the net assets available for benefits attributable to the guaranteed investment contract. The guaranteed investment contract is presented on the face of the statement of net assets available for benefits at fair value with an adjustment to contract value in arriving at net assets available for benefits. Contract value, as reported to the plan by PRIC, represents contributions made under the contract, plus earnings, less participant withdrawals and administrative expenses. Participants may ordinarily direct withdrawal or transfer of all or a portion of their investment at contract value.

Note 5-Guaranteed Investment Contract Prudential Retirement Insurance Company (continued):

There are no reserves against the contract value for credit risk of the contract insurer or otherwise. The fair value of the investment contract at December 31, 2011 is $1,534,993.

Note 6 - 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 7 - Tax Status:

The Internal Revenue Service has determined and informed the Company by a letter dated April 14, 1997, that the Plan and related trust are designed in accordance with applicable sections of the Internal Revenue Code (IRC). The plan has been amended since receiving the determination letter. However, the Plan administrator believes that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC.

Note 8 - Excess Contributions Refundable:

At December 31, 2011, net assets available for plan benefits included $0 for amounts refundable by the Plan to participants for contributions made in excess of amounts allowed by the Internal Revenue Service. The refunds were distributed on or about March 13, 2012.

Note 9 - Related-Party Transactions:

Certain plan investments are shares of mutual funds managed by Prudential Investments. Prudential Investments is the trustee as defined by the plan and, therefore, these transactions qualify as party-in-interest transactions. Fees paid by the plan for administrative fees amounted to $2,412 for the year ended December 31, 2011.

Note 10 - Risks and Uncertainties:

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

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# INDEPENDENT AUDITORS' REPORT

To the Plan Administrator of
Fullmer Construction 401(k) Defined Contribution Plan

**Report on the Financial Statements**

We were engaged to audit the accompanying financial statements of Fullmer Construction 401(k) Defined Contribution Plan, which comprise the statements of net assets available for benefits as of December 31, 2012 and the related statement of changes in net assets available for benefits for the year ended December 31, 2012, and the related notes to the financial statements.

**Management Responsibility for the Financial Statements**

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

**Auditor's Responsibility**

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

**Basis for Disclaimer of Opinion**

As permitted by 29 CFR 2520.103-8 of Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 3, which was certified by Prudential Retirement Services, the trustee of the Plan, except for comparing such information with the related information included in the financial statements. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certificate from the trustee as of and for the year ended December 31, 2012, that the information provided to the plan administrator by the trustee is complete and accurate.

**Disclaimer of Opinion**

Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

**Other Matter**

The supplemental schedule of Supplemental Schedule H, Line 4i - Schedule of Assets Held at the End of the Year is required by the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and is presented for the purpose of additional analysis and are not a required part of the financial statements. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on the supplemental schedule.

**Report on Form and Content in Compliance with DOL Rules and Regulations**

The form and content of the information included in the financial statements and supplemental schedule, other than that derived from the information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Penn & Co

September 9, 2013

**FULLMER CONSTRUCTION 401(K)**
**DEFINED CONTRIBUTION PLAN**
**STATEMENT OF NET ASSETS AVAILABLE FOR BENEFITS**
**DECEMBER 31, 2012**

| | 2012 |
|---|---|
| Funds held in insurance company general account: | |
| Prudential Guaranteed Income Fund (Note 5) | $ 1,763,728 |
| Investments (at fair value) (Note 3 and 4): | |
| Oppenheimer Quest Intnl Value A | 1,543,007 |
| Growth Fund of America R3 | 1,117,176 |
| Invesco Comstock Fund R | 993,813 |
| Goldman Sachs Government Income A | 971,574 |
| Prudential Jennison Small Co. Fund A | 597,349 |
| Goldman Sachs Mid Cap | 536,844 |
| Alger Mid Cap Grow I | 134,112 |
| American Balanced Fund R3 | 116,779 |
| Prudential Dryden Stock Index Fund Z | 113,051 |
| Pimco Total Return | 102,968 |
| Oppenheimer Global Opp A | 98,148 |
| Wells Fargo Advisor | 85,202 |
| MFS Global Equity | 32,443 |
| Ivy Science & Tech | 32,419 |
| Oppenheimer Developing Market | 4,032 |
| Pimco Real Estate | 3,886 |
| Oppenheimer Gold | 3,645 |
| Fidelity Advisor Health | 304 |
| Total investments | 6,486,752 |
| Participant loans and cash: | |
| Loans to participant | 43,820 |
| Total participant loans and cash | 43,820 |
| Receivables: | |
| | - |
| NET ASSETS AVAILABLE FOR BENEFITS | $ 8,294,300 |

**See accompanying accountants' report and notes to financial statements.**

**FULLMER CONSTRUCTION 401(K)**
**DEFINED CONTRIBUTION PLAN**
**STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS**
**DECEMBER 31, 2012**

| | 2012 |
|---|---|
| Additions to net assets attributed to: | |
| Investment income: | |
| Net appreciation (loss) in assets | $ 858,182 |
| Interest income | 23,965 |
| Dividends | 62,493 |
| | 944,640 |
| Contributions: | |
| Employer's | 176,527 |
| Participants | 451,664 |
| | 628,191 |
| Total additions | 1,572,831 |
| Deductions from net assets attributed to: | |
| Benefits paid to participants | 367,275 |
| Administrative expenses | 1,365 |
| Total deductions | 368,640 |
| **Net increase (decrease)** | **1,204,191** |
| Net assets available for benefits: | |
| Beginning of year | 7,090,109 |
| **End of Year** | **$ 8,294,300** |

**See accompanying accountants' report and notes to financial statements.**

**FULLMER CONSTRUCTION 401 (K)**
**DEFINED CONTRIBUTION PLAN**
**NOTES TO FINANCIAL STATEMENTS**
**DECEMBER 31, 2012**

Note 1 - Description of Plan:

The following description of the Fullmer Construction 401 (k) Defined Contribution Plan ("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 employees of the Company. It is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Contributions: Each year, participants may contribute a minimum of 0% up to the maximum limit allowed by the Internal Revenue Service which is $17,000 if participant has not reached 50 years of age and $22,500 if participant is 50 years or older. The Company has a discretionary matching percentage of the compensation you elect to defer, which percentage will be determined each year by the employer. The current year matching percentage is 2.5%. An additional discretionary profit sharing contribution may be contributed each year at the option of the employer. No additional discretionary profit sharing contributions were authorized. Contributions are subject to certain ERISA limitations.

Participant Accounts: Each participant's account is credited with the participant's contribution, and allocations of (a) the Company's contribution, (b) Plan earnings, and charged an allocation of administrative expenses. Allocations are based on participant earnings.

Vesting: Participant's are always 100% vested in contributions to the Plan plus actual earnings on the participant's contribution. Vesting in the Company's matching and discretionary contributions to the Plan plus actual earnings on the Company's matching and discretionary contribution is based on years of service of the participant. A participant is 100% vested after two years of credited service.

Investment Options: Upon enrollment in the Plan, a participant may direct employee contributions in any of various investment funds with a minimum of 10% in any fund and may increase the investment in any of the funds in 5% increments. Participants may change their investment options at anytime.

Participant Notes Receivable: Participants may borrow from their fund accounts an amount equal to the lesser of 50% of your vested account balance or $50,000. Loan terms range from one to three years or up to five years if you use the loan to acquire your principal residence. The loans are secured by the balance in the participant's account and bear a reasonable rate of interest. Loans may be made for reason of hardship or financial necessity only.

Note 1 - Description of Plan (continued):

Payment of Benefits: On termination of service due to death, retirement, disability or other reasons the participant will receive the value of the vested interest in a lump sum distribution within 60 days of the latest of these events to occur.

Forfeited Accounts: Forfeitures are created when participants terminate employment before becoming entitled to their full benefits under the plan. At December 31, 2012, forfeited nonvested accounts totaled $7,797. Forfeitures of matching contributions will go to reduce the Employer's required matching contribution for the following Plan year or plan expenses.

Note 2 - Summary of Significant Accounting Policies:

Basis of Accounting

The financial statements of the Plan are prepared using the accrual method of accounting.

Investment contracts held by a defined contribution plan are required to be reported at fair value. However, contract value is the relevant measurement attribute for that portion of the net assets available for benefits of a defined contribution plan attributable to fully benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the plan. The Statement of Net Assets Available for Benefits presents the fair value of the investment contracts as well as the adjustment of the fully benefit-responsive investment contracts from fair value to contract value. The Statement of Changes in Net Assets Available for Benefits is prepared using the contract value basis for fully benefit-responsive investment contracts.

Estimates

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

Investment Valuation and Income Recognition

The Plan's investments are stated at fair value. Fair value is the price that would be received to sell an asset in an orderly transaction between market participants at the measurement date. See note 4 for discussion of fair value measurements.

Note 2 - Summary of Significant Accounting Policies (continued):

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.

Notes receivable from participants

Notes receivable from participants are measured at their unpaid principal balance. No allowance for credit losses has been recorded as of December 31, 2012. If a participant ceases to make loan repayments and the plan administrator deems the participant loan to be in default, the participant loan balance is reduced and a benefit payment is recorded.

Expenses

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

Payment of Benefits

Benefits are recorded when paid.

Note 3 - Information Prepared and Certified by Trustee:

The following is a summary of investment information regarding the plan as of December 31, 2012, and for the year then ended, included in the Plan's financial statement that was prepared by or derived from information prepared by Prudential Retirement Insurance Company, the trustee of the plan, and furnished to the plan administrator. The Plan administrator has obtained certifications from the trustee that such information is complete and accurate. The Plan administrator has elected the method of compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

Investments, at fair value:

| | |
|---|---|
| Prudential Retirement Funds | $6,486,752 |
| Prudential Guaranteed Fund | 1,763,728 |
| Receivables | - |
| Participants loan | 43,820 |
| Contributions received | 628,191 |

During 2012, the Plans investments (including gains and losses on investments bought and sold, as well as held during the year) decreased in value by $858,182 as follows:

| | |
|---|---|
| Mutual funds | $ 858,182 |

Note 4 - 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 quote 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:

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

Level 2 - Inputs to the valuation methodology include quoted prices for similar assets or liabilities in active markets, quoted prices for identical or similar assets and liabilities in inactive markets, inputs other than quoted prices that are observable for the asset or liability and 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 the 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, 2012.

Mutual Funds: Valued at net asset value of shares held by plan at year-end. This is considered a level 1 valuation.

Participant loans: Valued at amortized cost, which approximates fair value. This is considered a level 3 valuation.

Prudential Fixed Fund: Valued at net asset value of shares held by plan at year-end. This is considered a level 1 valuation.

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 5-Guaranteed Investment Contract Prudential Retirement Insurance Company:

In 2012, the plan entered into a benefit-responsive guaranteed investment contract with Prudential Retirement Insurance Company (PRIC). PRIC maintains the contributions in a general account. The account is credited with earnings on the underlying investments and charged for participant withdrawals and administrative expenses. The guaranteed investment contract issuer is contractually obligated to repay the principal and a specific interest rate that if guaranteed to the plan.

Because the guaranteed investment contract is fully benefit-responsive, contract value is the relevant measurement attribute for that portion of the net assets available for benefits attributable to the guaranteed investment contract. The guaranteed investment contract is presented on the face of the statement of net assets available for benefits at fair value with an adjustment to contract value in arriving at net assets available for benefits. Contract value, as reported to the plan by PRIC, represents contributions made under the contract, plus earnings, less participant withdrawals and administrative expenses. Participants may ordinarily direct withdrawal or transfer of all or a portion of their investment at contract value.

There are no reserves against the contract value for credit risk of the contract insurer or otherwise. The fair value of the investment contract at December 31, 2012 is $1,763,728.

Note 6 - 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 7 - Tax Status:

The Internal Revenue Service has determined and informed the Company by a letter dated April 14, 1997, that the Plan and related trust are designed in accordance with applicable sections of the Internal Revenue Code (IRC). The plan has been amended since receiving the determination letter. However, the Plan administrator believes that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC.

Note 8 - Excess Contributions Refundable:

At December 31, 2012, net assets available for plan benefits included $0 for amounts refundable by the Plan to participants for contributions made in excess of amounts allowed by the Internal Revenue Service. The refunds were distributed on or about March 13, 2012.

Note 9 - Related-Party Transactions:

Certain plan investments are shares of mutual funds managed by Prudential Investments. Prudential Investments is the trustee as defined by the plan and, therefore, these transactions qualify as party-in-interest transactions. Fees paid by the plan for administrative fees amounted to $1,365 for the year ended December 31, 2012.

Note 10 - Risks and Uncertainties:

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

Note 11 - Subsequent Events:

The plan has evaluated subsequent events through September 9, 2013, the date the financial statements were available to be used.

**FULLMER CONSTRUCTION 401(K)**
**DEFINED CONTRIBUTION PLAN**
**SUPPLEMENTAL SCHEDULE H LINE 4i SCHEDULE OF ASSETS (HELD AT END OF YEAR)**
**DECEMBER 31, 2012**

| | Market Value | Cost |
|---|---|---|
| Funds held in insurance company general account: | | |
| * Prudential Guaranteed Income Fund | $ 1,763,728 | $ 1,763,728 |
| Fund Name: | | |
| Oppen Quest Intnl Value A | 1,543,007 | 1,596,882 |
| Growth Fund of America R3 | 1,117,176 | 986,269 |
| Van Kamp Comstock Fund R | 993,813 | 887,032 |
| Goldman Sachs Government Income A | 971,574 | 972,602 |
| Prudential Jennison Small Co. Fund A | 597,349 | 494,565 |
| Goldman Sachs Mid Cap | 536,844 | 466,210 |
| Alger Mid Cap Grow I | 134,112 | 138,992 |
| American Balanced Fund R3 | 116,779 | 105,555 |
| Prudential Dryden Stock Index Fund Z | 113,051 | 100,882 |
| Pimco Total Return | 102,968 | 102,458 |
| Oppen Global Opp A | 98,148 | 95,270 |
| Wells Fargo Advisors | 85,202 | 83,779 |
| Loans to participant - 5% - 9.5% | 43,820 | 43,820 |
| MFS Global Equity | 32,443 | 29,695 |
| Ivy Science & Tech | 32,419 | 29,731 |
| Oppenheimer Developing Markets | 4,032 | 3,634 |
| Pimco Real Estate | 3,886 | 4,043 |
| Oppenheimer Gold | 3,645 | 4,020 |
| Fidelity Advisor Health | 304 | 307 |
| Total investments | $ 8,294,300 | $ 7,909,474 |

EIN 95-2885538
Plan number 003

**See accompanying accountants' report and notes to financial statements.**

PROFIT SHARING PLAN

STATEMENT OF NET ASSETS AVAILABLE FOR BENEFITS

DECEMBER 31, 2011

| | 2011 |
|---|---|
| ınds held in insurance company general account: | |
| Prudential Guaranteed Income Fund (Note 5) | $ 1,534,993 |
| ıvestments (at fair value) (Note 3 and 4): | |
| Oppen Quest Intnl Value A | 1,356,983 |
| Growth Fund of America R3 | 932,375 |
| Van Kamp Comstock Fund R | 869,432 |
| Goldman Sachs Government Income A | 867,758 |
| Prudential Jennison Small Co. Fund A | 538,736 |
| Goldman Sachs Mid Cap | 499,608 |
| Alger Mid Cap Grow I | 132,842 |
| Prudential Dryden Stock Index Fund Z | 119,717 |
| Oppen Global Opp A | 117,938 |
| American Balanced Fund R3 | 75,736 |
| Total investments | 5,511,125 |
| ıarticipant loans and cash: | |
| Loans to participant | 43,990 |
| Total participant loans and cash | 43,990 |
| ɜceivables: | |
| | - |
| NET ASSETS AVAILABLE FOR BENEFITS | $ 7,090,108 |

See accompanying accountants' report
and notes to financial statements.

PROFIT SHARING PLAN

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

DECEMBER 31, 2011

| | 2011 |
|---|---|
| ıditions to net assets attributed to: | |
| ıvestment income: | |
| Net appreciation (loss) in assets | $ (435,302 |
| Interest income | 28,549 |
| Other income (loss) | 129 |
| Dividends | 44,348 |
| | (362,276 |
| ɔntributions: | |
| Employer's | 140,077 |
| Participants | 405,805 |
| Rollovers | 21,859 |
| | 567,741 |
| ɔtal additions | 205,465 |
| ɜductions from net assets attributed to: | |
| Benefits paid to participants | 1,491,071 |
| Certain deemed distributions | 11,422 |
| Administrative expenses | 2,412 |
| ɔtal deductions | 1,504,905 |
| ɜt increase (decrease) | (1,299,440 |
| ɜt assets available for benefits: | |
| Beginning of year | 8,389,548 |
| ıd of Year | $ 7,090,108 |

See accompanying accountants' report
and notes to financial statements.

PROFIT SHARING PLAN

SUPPLEMENTAL SCHEDULE H LINE 4i SCHEDULE OF ASSETS (HELD AT END OF YEAR)

DECEMBER 31, 2011

| | Market Value | Cost |
|---|---|---|
| ınds held in insurance company general account: | | |
| Prudential Guaranteed Income Fund | $ 1,534,993 | $ 1,534,993 |
| ınd Name: | | |
| Growth Fund of America R3 | 932,375 | 973,441 |
| Van Kamp Comstock Fund R | 869,432 | 898,952 |
| Oppen Quest Intnl Value A | 1,356,983 | 1,738,263 |
| Goldman Sachs Government Income A | 867,758 | 844,175 |
| Prudential Jennison Small Co. Fund A | 538,736 | 490,303 |
| Goldman Sachs Mid Cap | 499,608 | 495,579 |
| Alger Mid Cap Grow I | 132,842 | 148,301 |
| Oppen Global Opp A | 117,938 | 122,405 |
| American Balanced Fund R3 | 75,736 | 74,133 |
| Loans to participant - 5% - 9.5% | 43,990 | 43,990 |
| Prudential Dryden Stock Index Fund Z | 119,717 | 119,510 |
| Total investments | $ 7,090,108 | $ 7,484,045 |

See accompanying accountants' report
and notes to financial statements.

**FULLMER CONSTRUCTION 401 (K)**
**PROFIT SHARING PLAN**
**NOTES TO FINANCIAL STATEMENTS**
**DECEMBER 31, 2011**

Note 1 - Description of Plan:

The following description of the Fullmer Construction 401 (k) Profit Sharing Plan ("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 employees of the Company. It is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Contributions: Each year, participants may contribute a minimum of 2.5% up to the maximum limit allowed by the Internal Revenue Service which is $16,500 if participant has not reached 50 years of age and $22,000 if participant is 50 years or older. The Company has a discretionary matching percentage of the compensation you elect to defer, which percentage will be determined each year by the employer. The current year matching percentage is 2.5%. An additional discretionary profit sharing contribution may be contributed each year at the option of the employer. No additional discretionary profit sharing contributions were authorized. Contributions are subject to certain ERISA limitations.

Participant Accounts: Each participant's account is credited with the participant's contribution, and allocations of (a) the Company's contribution, (b) Plan earnings, and charged an allocation of administrative expenses. Allocations are based on participant earnings.

Vesting: Participant's are always 100% vested in contributions to the Plan plus actual earnings on the participant's contribution. Vesting in the Company's matching and discretionary contributions to the Plan plus actual earnings on the Company's matching and discretionary contribution is based on years of service of the participant. A participant is 100% vested after two years of credited service.

Investment Options: Upon enrollment in the Plan, a participant may direct employee contributions in any of various investment funds with a minimum of 10% in any fund and may increase the investment in any of the funds in 5% increments. Participants may change their investment options quarterly.

Participant Notes Receivable: Participants may borrow from their fund accounts an amount equal to the lesser of 50% of your vested account balance or $50,000. Loan terms range from one to three years or up to five years if you use the loan to acquire your principal residence. The loans are secured by the balance in the participant's account and bear a reasonable rate of interest. Loans may be made for reason of hardship or financial necessity only.

Note 1 - Description of Plan (continued):

Payment of Benefits: On termination of service due to death, retirement, disability or other reasons the participant will receive the value of the vested interest in a lump sum distribution within 60 days of the latest of these events to occur.

Forfeited Accounts: Forfeitures are created when participants terminate employment before becoming entitled to their full benefits under the plan. At December 31, 2011, forfeited nonvested accounts totaled $7,359. Forfeitures of matching contributions will go to reduce the Employer's required matching contribution for the following Plan year. Forfeitures of profit sharing contributions are added to the Employer's profit sharing contribution and allocated to participants eligible to share in such contributions on compensation to total compensation basis for the Plan year.

Note 2 - Summary of Significant Accounting Policies:

Basis of Accounting

The financial statements of the Plan are prepared using the accrual method of accounting.

Estimates

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

Investment Valuation and Income Recognition

The Plan's investments are stated at fair value. Shares of Prudential Investors Funds are valued at quoted market prices, which represent the net asset value of shares held by the Plan at year-end. Participant note receivable is valued at cost that approximates fair value.

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.

Payment of Benefits

Benefits are recorded when paid.

Note 3 - Information Prepared and Certified by Trustee:

The following is a summary of investment information regarding the plan as of December 31, 2011, and for the year then ended, included in the Plan's financial statement that was prepared by or derived from information prepared by Prudential Retirement Insurance Company, the trustee of the plan, and furnished to the plan administrator. The Plan administrator has obtained certifications from the trustee that such information is complete and accurate. The Plan administrator has elected the method of compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

Investments, at fair value:

| | |
|---|---|
| Prudential Retirement Funds | $5,511,126 |
| Prudential Guaranteed Fund | 1,534,993 |
| Receivables | - |
| Participants loan | 43,990 |
| Contributions received | 567,741 |

During 2011, the Plans investments (including gains and losses on investments bought and sold, as well as held during the year) decreased in value by $435,302 as follows:

| | |
|---|---|
| Mutual funds | $ 435,302 |

Note 4 - 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 quote 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:

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

Level 2 - Inputs to the valuation methodology include quoted prices for similar assets or liabilities in active markets, quoted prices for identical or similar assets and liabilities in inactive markets, inputs other than quoted prices that are observable for the asset or liability and 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.

Note 4 - Fair Value Measurements (continued):

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 the 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, 2011.

Mutual Funds: Valued at net asset value of shares held by plan at year-end. This is considered a level 1 valuation.

Participant loans: Valued at amortized cost, which approximates fair value. This is considered a level 3 valuation.

Prudential Fixed Fund: Valued at net asset value of shares held by plan at year-end. This is considered a level 1 valuation.

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 5-Guaranteed Investment Contract Prudential Retirement Insurance Company:

In 2011, the plan entered into a benefit-responsive guaranteed investment contract with Prudential Retirement Insurance Company (PRIC). PRIC maintains the contributions in a general account. The account is credited with earnings on the underlying investments and charged for participant withdrawals and administrative expenses. The guaranteed investment contract issuer is contractually obligated to repay the principal and a specific interest rate that if guaranteed to the plan.

Because the guaranteed investment contract is fully benefit-responsive, contract value is the relevant measurement attribute for that portion of the net assets available for benefits attributable to the guaranteed investment contract. The guaranteed investment contract is presented on the face of the statement of net assets available for benefits at fair value with an adjustment to contract value in arriving at net assets available for benefits. Contract value, as reported to the plan by PRIC, represents contributions made under the contract, plus earnings, less participant withdrawals and administrative expenses. Participants may ordinarily direct withdrawal or transfer of all or a portion of their investment at contract value.

Note 5-Guaranteed Investment Contract Prudential Retirement Insurance Company (continued):

There are no reserves against the contract value for credit risk of the contract insurer or otherwise. The fair value of the investment contract at December 31, 2011 is $1,534,993.

Note 6 - 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 7 - Tax Status:

The Internal Revenue Service has determined and informed the Company by a letter dated April 14, 1997, that the Plan and related trust are designed in accordance with applicable sections of the Internal Revenue Code (IRC). The plan has been amended since receiving the determination letter. However, the Plan administrator believes that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC.

Note 8 - Excess Contributions Refundable:

At December 31, 2011, net assets available for plan benefits included $0 for amounts refundable by the Plan to participants for contributions made in excess of amounts allowed by the Internal Revenue Service. The refunds were distributed on or about March 13, 2012.

Note 9 - Related-Party Transactions:

Certain plan investments are shares of mutual funds managed by Prudential Investments. Prudential Investments is the trustee as defined by the plan and, therefore, these transactions qualify as party-in-interest transactions. Fees paid by the plan for administrative fees amounted to $2,412 for the year ended December 31, 2011.

Note 10 - Risks and Uncertainties:

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