

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). <p style="text-align: center;">▶ Complete all entries in accordance with the instructions to the Form 5500.</p>	OMB Nos. 1210-0110 1210-0089 2013 This Form is Open to Public Inspection
---	---	---

Part I	Annual Report Identification Information
For calendar plan year 2013 or fiscal plan year beginning <u>01/01/2013</u> and ending <u>12/31/2013</u>	
A This return/report is for:	☐ a multiemployer plan; ☐ a multiple-employer plan; or ☒ a single-employer plan; ☐ a DFE (specify) ____
B This return/report is:	☐ the first return/report; ☐ the final return/report; ☐ an amended return/report; ☐ a short plan year return/report (less than 12 months).
C If the plan is a collectively-bargained plan, check here.	☐
D Check box if filing under:	☒ Form 5558; ☐ automatic extension; ☐ the DFVC program; ☐ special extension (enter description)

Part II	Basic Plan Information—enter all requested information										
1a Name of plan <u>FST LOGISTICS, INC. 401(K) RETIREMENT PLAN</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 80%;">1b Three-digit plan number (PN) ▶</td> <td style="width: 20%; text-align: center;"><u>001</u></td> </tr> <tr> <td colspan="2">1c Effective date of plan <u>08/01/1991</u></td> </tr> <tr> <td colspan="2">2b Employer Identification Number (EIN) <u>31-1584793</u></td> </tr> <tr> <td colspan="2">2c Sponsor's telephone number <u>800-758-4599</u></td> </tr> <tr> <td colspan="2">2d Business code (see instructions) <u>484120</u></td> </tr> </table>	1b Three-digit plan number (PN) ▶	<u>001</u>	1c Effective date of plan <u>08/01/1991</u>		2b Employer Identification Number (EIN) <u>31-1584793</u>		2c Sponsor's telephone number <u>800-758-4599</u>		2d Business code (see instructions) <u>484120</u>	
1b Three-digit plan number (PN) ▶	<u>001</u>										
1c Effective date of plan <u>08/01/1991</u>											
2b Employer Identification Number (EIN) <u>31-1584793</u>											
2c Sponsor's telephone number <u>800-758-4599</u>											
2d Business code (see instructions) <u>484120</u>											
2a Plan sponsor's name and address; include room or suite number (employer, if for a single-employer plan) <u>FST LOGISTICS, INC.</u> <u>2040 ATLAS STREET</u> <u>COLUMBUS, OH 43228</u>											

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. Signature of plan administrator	09/25/2014 Date	SUSAN SEEVER 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		3b Administrator's EIN
		3c Administrator's telephone number
4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report: a Sponsor's name		4b EIN 4c PN
5 Total number of participants at the beginning of the plan year		5 284
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 202
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 230
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits		6e 0
f Total. Add lines 6d and 6e		6f 230
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)		6g 93
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested		6h 4
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item).....		7
8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions: 2E 2F 2G 2J 2K 2T 3D		
b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:		
9a Plan funding arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor		9b Plan benefit arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor
10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)		
a Pension Schedules (1) ☒ R (Retirement Plan Information) (2) ☐ MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary (3) ☐ SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary		b General Schedules (1) ☒ H (Financial Information) (2) ☐ I (Financial Information – Small Plan) (3) ☐ A (Insurance Information) (4) ☒ C (Service Provider Information) (5) ☒ D (DFE/Participating Plan Information) (6) ☐ G (Financial Transaction Schedules)

SCHEDULE C (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Service Provider 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.	OMB No. 1210-0110
		2013
		This Form is Open to Public Inspection.

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

A Name of plan <u>FST LOGISTICS, INC. 401(K) RETIREMENT PLAN</u>	B Three-digit plan number (PN) ▶ <u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>FST LOGISTICS, INC.</u>	D Employer Identification Number (EIN) <u>31-1584793</u>

Part I Service Provider Information (see instructions)

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

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

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

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

04-2647786

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

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

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

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

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

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

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

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

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

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

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

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)

COMMONWEALTH FINANCIAL NETWORK

04-2675571

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
27 61	ADVISOR	7181	Yes ☒ No ☐	Yes ☐ No ☒	0	Yes ☒ No ☐

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

GBQ PARTNERS

20-2122306

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
10	ACCOUNTANT/AUDITOR	6000	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

FIDELITY INVESTMENTS INSTITUTIONAL

04-2647786

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
25 60 64 65	RECORDKEEPER	4045	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☒ No ☐

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

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

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

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

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

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

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

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
COMMONWEALTH FINANCIAL NETWORK	61	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.	
COL DIVIDEND INC Z - COLUMBIA MGT 04-3042318	\$0-<\$3M=1.00%, \$3M-<\$50M=0.50%, \$50M+=0.25%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
COMMONWEALTH FINANCIAL NETWORK	61	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.	
PIONEER SH TRM INC Y - PIONEER FUN 04-3042318	\$0-<\$50M=0.50%, \$50M+=0.25%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
AM CENT HERITAGE INV - AMERICAN CE 44-0619208	0.35%	

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation		(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
COL DIVIDEND INC Z - COLUMBIA MGT P.O. BOX 8081 BOSTON, MA 02266-8081	0.25%	
<hr/>		
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation		(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
DREY MID CAP INDEX - DREYFUS TRANS 200 PARK AVENUE NEW YORK, NY 10166	0.15%	
<hr/>		
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation		(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
JPM EMRG MKTS EQ IS - BOSTON FINAN P.O. BOX 8480 BOSTON, MA 02266	0.10%	

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation		(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
JPM MIDCAP VALUE IS - BOSTON FINAN 330 W. 9TH STREET KANSAS CITY, MO 66160	0.10%	
(a) Enter service provider name as it appears on line 2		(c) Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0
(d) Enter name and EIN (address) of source of indirect compensation		(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
PIONEER SH TRM INC Y - PIONEER INV 04-2890696	0.25%	
(a) Enter service provider name as it appears on line 2		(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

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:

a Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)

Part II Information on Participating Plans (to be completed by DFEs)

(Complete as many entries as needed to report all participating plans)

a Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN

SCHEDULE H (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110 2013 This Form is Open to Public Inspection
For calendar plan year 2013 or fiscal plan year beginning 01/01/2013 and ending 12/31/2013		
A Name of plan FST LOGISTICS, INC. 401(K) RETIREMENT PLAN		B Three-digit plan number (PN) ► 001
C Plan sponsor's name as shown on line 2a of Form 5500 FST LOGISTICS, INC.		D Employer Identification Number (EIN) 31-1584793

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	0	0
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions.....	1b(1)	1074	0
(2) Participant contributions.....	1b(2)	9188	0
(3) Other.....	1b(3)	0	0
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit).....	1c(1)	80	492
(2) U.S. Government securities	1c(2)	0	0
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)	0	0
(B) All other.....	1c(3)(B)	0	0
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)	0	0
(B) Common.....	1c(4)(B)	0	0
(5) Partnership/joint venture interests	1c(5)	0	0
(6) Real estate (other than employer real property).....	1c(6)	0	0
(7) Loans (other than to participants)	1c(7)	0	0
(8) Participant loans.....	1c(8)	0	0
(9) Value of interest in common/collective trusts	1c(9)	358511	463343
(10) Value of interest in pooled separate accounts	1c(10)	0	0
(11) Value of interest in master trust investment accounts	1c(11)	0	0
(12) Value of interest in 103-12 investment entities.....	1c(12)	0	0
(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)	2162010	2746578
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
(15) Other.....	1c(15)	0	0

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)	0	0
(2) Employer real property	1d(2)	0	0
e Buildings and other property used in plan operation	1e	0	0
f Total assets (add all amounts in lines 1a through 1e)	1f	2530863	3210413

Liabilities

g Benefit claims payable	1g	0	0
h Operating payables	1h	0	0
i Acquisition indebtedness	1i	0	0
j Other liabilities	1j	0	0
k Total liabilities (add all amounts in lines 1g through 1j)	1k	0	0

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	2530863	3210413
---	-----------	---------	---------

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)	37633	
(B) Participants	2a(1)(B)	173764	
(C) Others (including rollovers)	2a(1)(C)	0	
(2) Noncash contributions	2a(2)	0	
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		211397
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	0	
(B) U.S. Government securities	2b(1)(B)	0	
(C) Corporate debt instruments	2b(1)(C)	0	
(D) Loans (other than to participants)	2b(1)(D)	0	
(E) Participant loans	2b(1)(E)	0	
(F) Other	2b(1)(F)	0	
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		0
(2) Dividends: (A) Preferred stock	2b(2)(A)	0	
(B) Common stock	2b(2)(B)	0	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	94851	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		94851
(3) Rents	2b(3)		0
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	0	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	0	
(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)	0	
(B) Other	2b(5)(B)	0	
(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)		8094
(7) Net investment gain (loss) from pooled separate accounts.....	2b(7)		0
(8) Net investment gain (loss) from master trust investment accounts.....	2b(8)		0
(9) Net investment gain (loss) from 103-12 investment entities.....	2b(9)		0
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		419387
c Other income.....	2c		0
d Total income. Add all income amounts in column (b) and enter total.....	2d		733729

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers.....	2e(1)	34971	
(2) To insurance carriers for the provision of benefits.....	2e(2)	0	
(3) Other.....	2e(3)	0	
(4) Total benefit payments. Add lines 2e(1) through (3).....	2e(4)		34971
f Corrective distributions (see instructions).....	2f		1975
g Certain deemed distributions of participant loans (see instructions).....	2g		0
h Interest expense.....	2h		0
i Administrative expenses: (1) Professional fees.....	2i(1)	0	
(2) Contract administrator fees.....	2i(2)	0	
(3) Investment advisory and management fees.....	2i(3)	0	
(4) Other.....	2i(4)	17233	
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		17233
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		54179

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d.....	2k		679550
l Transfers of assets:			
(1) To this plan.....	2l(1)		0
(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) ☒ Disclaimer (4) ☐ Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)?

☒ Yes ☐ No

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

(1) Name: GBQ PARTNERS LLC

(2) EIN: 20-2122306

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:

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.).....

	Yes	No	Amount
4a	X		50152
4b		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.).....

	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.)		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.)		X	
e Was this plan covered by a fidelity bond?	X		300000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		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?		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?		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.)	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.)		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?		X	
l Has the plan failed to provide any benefit when due under the plan?		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)		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.		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)

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

Part V Trust Information (optional)

6a Name of trust	6b Trust's EIN

SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Retirement Plan Information This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110 2013 This Form is Open to Public Inspection.
---	--	--

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

A Name of plan <u>FST LOGISTICS, INC. 401(K) RETIREMENT PLAN</u>	B Three-digit plan number (PN) ▶ <u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>FST LOGISTICS, INC.</u>	D Employer Identification Number (EIN) <u>31-1584793</u>

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
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): <u>04-6568107</u>	
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 412 of the Internal Revenue Code or ERISA section 302, skip this Part)
----------------	--

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)?.....	☐ Yes	☐ No	☐ N/A
If the plan is a defined benefit plan, go to line 8.			
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month _____ Day _____ Year _____ If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.			
6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived).....	6a		
b Enter the amount contributed by the employer to the plan for this plan year.....	6b		
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount)	6c		
If you completed line 6c, skip lines 8 and 9.			
7 Will the minimum funding amount reported on line 6c be met by the funding deadline?.....	☐ Yes	☐ No	☐ N/A
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change?.....	☐ Yes	☐ No	☐ N/A

Part III	Amendments
-----------------	-------------------

9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box.....	☐ Increase	☐ Decrease	☐ Both	☐ No
--	-----------------------------------	-----------------------------------	-------------------------------	-----------------------------

Part IV	ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.
----------------	---

10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?	☐ Yes	☐ No
11 a Does the ESOP hold any preferred stock?	☐ Yes	☐ No
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.).....	☐ Yes	☐ No
12 Does the ESOP hold any stock that is not readily tradable on an established securities market?	☐ Yes	☐ No

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

- 14** Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:

a The current year	14a	
b The plan year immediately preceding the current plan year	14b	
c The second preceding plan year	14c	

- 15** Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a The corresponding number for the plan year immediately preceding the current plan year	15a	
b The corresponding number for the second preceding plan year	15b	

- 16** Information with respect to any employers who withdrew from the plan during the preceding plan year:

a Enter the number of employers who withdrew during the preceding plan year	16a	
b If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	16b	

- 17** If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

- 18** If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment ☐

- 19** If the total number of participants is 1,000 or more, complete lines (a) through (c)

a Enter the percentage of plan assets held as:
 Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%

b Provide the average duration of the combined investment-grade and high-yield debt:
☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

c What duration measure was used to calculate line 19(b)?
☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify): _____

• **Financial Statements**
• with Supplemental Information

• **FST Logistics, Inc.**
• **401(k) Retirement Plan**

• December 31, 2013 and 2012
•



CONTENTS

	Page
Independent Auditor's Report	3
Financial Statements:	
Statements of Net Assets Available for Benefits	5
Statements of Changes in Net Assets Available for Benefits	6
Notes to Financial Statements	7
Supplemental Information:	
Schedule H, Line 4i – Schedule of Assets (Held at End of Year)	18
Schedule H, Line 4a – Schedule of Delinquent Participant Contributions	19



To the Administrative Committee
FST Logistics, Inc.
401(k) Retirement Plan
Columbus, Ohio

Independent Auditor's Report

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of FST Logistics, Inc. 401(k) Retirement Plan, which comprise the statements of net assets available for benefits as of December 31, 2013 and 2012, and the related statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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 our 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 the 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 investment information summarized in the notes to the financial statements, which was certified by Fidelity Management Trust Company, 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 certification from the trustee as of December 31, 2013 and 2012, and for the years then ended, that the information provided to the plan administrator by the trustee is complete and accurate.

To the Administrative Committee
FST Logistics, Inc.
401(k) Retirement Plan
Page 2

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 schedules of assets (held at end of year) and delinquent participant contributions as of and for the year ended December 31, 2013 are required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and are 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 these supplemental schedules.

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 schedules, 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.

GBQ Partners LLC

Columbus, Ohio
September 22, 2014

FST LOGISTICS, INC.
401(k) RETIREMENT PLAN
Statements of Net Assets Available for Benefits
December 31, 2013 and 2012

	2013	2012
Assets:		
Investments, at fair value:		
Guaranteed investment contract	\$ 463,343	\$ 358,511
Mutual funds	2,747,070	2,162,090
Total investments	<u>3,210,413</u>	<u>2,520,601</u>
Receivables:		
Participant contributions	-	9,188
Employer contributions	-	1,074
Total receivables	<u>-</u>	<u>10,262</u>
Net Assets Available for Benefits at Fair Value	3,210,413	2,530,863
Adjustment from Fair Value to Contract Value for Guaranteed Investment Contract	(3,682)	(10,117)
NET ASSETS AVAILABLE FOR BENEFITS	<u>\$ 3,206,731</u>	<u>\$ 2,520,746</u>

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

FST LOGISTICS, INC.
401(k) RETIREMENT PLAN
Statements of Changes in Net Assets Available for Benefits
For the Years Ended December 31, 2013 and 2012

	2013	2012
Additions to Net Assets Attributed to:		
Investment income:		
Net appreciation in fair value of investments	\$ 528,768	\$ 259,469
Contributions:		
Participant	173,764	155,104
Employer	37,633	36,950
Rollovers	-	152,779
Total contributions	211,397	344,833
Total additions	740,165	604,302
Deductions from Net Assets Attributed to:		
Benefits paid to participants	36,947	112,069
Administrative expenses	17,233	11,837
Total deductions	54,180	123,906
Net increase	685,985	480,396
Net Assets Available for Benefits:		
Beginning of year	2,520,746	2,040,350
End of year	\$ 3,206,731	\$ 2,520,746

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

FST LOGISTICS, INC.
401(k) RETIREMENT PLAN
Notes to Financial Statements
December 31, 2013 and 2012

Plan Description

The following description of the FST Logistics, Inc. (the Company) 401(k) Retirement Plan (the Plan) provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan covering all full-time employees of the Company who have six months of service and are age 21 or older. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Contributions

Each year participants may contribute up to 100% of pretax annual compensation as defined in the Plan agreement. Participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions. Participants may also contribute amounts representing distributions from other qualified defined benefit or contribution plans. Participants direct the investment of their contributions into various investment options offered by the Plan. The Plan currently offers various mutual funds and a guaranteed investment contract to participants. The Company matches 50% of the first \$1,500 (maximum \$750) that a participant contributes to the Plan. Additional amounts may be contributed at the option of the Company's Board of Directors. Contributions are subject to certain limitations.

Participant Accounts

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

Vesting

Participants are immediately vested in their contributions plus actual earnings thereon. Vesting in the Company's matching and discretionary contribution portions of their accounts plus actual earnings thereon is based on continuous years of service according to the following vesting schedule:

Years of Service	Vesting Percentage
1	20%
2	40%
3	60%
4	80%
5	100%

FST LOGISTICS, INC.
401(k) RETIREMENT PLAN
Notes to Financial Statements
December 31, 2013 and 2012

Plan Description (continued)

Payment of Benefits

Upon termination of service due to death, disability or retirement, a participant's vested account balance shall be distributed pursuant to elections determined by the participant. For termination of service due to other reasons, a participant may receive the value of the vested interest in his or her account as a lump-sum distribution. Hardship withdrawals, as defined in the Plan agreement, are also available to participants.

Forfeited Accounts

Forfeited non-vested accounts were \$897 and \$269 at December 31, 2013 and 2012, respectively. Amounts forfeited by participants who terminate service prior to becoming fully vested are used to reinstate previously forfeited balances of former participants, if any, or used to pay for any administrative expenses of the Plan. Any remaining forfeitures shall be used to reduce employer contributions. No forfeitures were used to pay administrative expenses of the Plan in 2013. In 2012, \$1,740 of forfeitures were used to pay administrative expenses of the Plan.

Summary of Significant Accounting Policies

Basis of Accounting

The financial statements of the Plan are prepared on the accrual basis 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 statements of net assets available for benefits presents the fair value of the investment contract as well as the adjustment of the fully benefit-responsive investment contract from fair value to contract value. The statements of changes in net assets available for benefits are prepared using the contract value basis for fully benefit-responsive investment contracts.

Use of Estimates

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

FST LOGISTICS, INC.
401(k) RETIREMENT PLAN
Notes to Financial Statements
December 31, 2013 and 2012

Summary of Significant Accounting Policies (continued)

Investment Valuation and Income Recognition

The Plan's investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

Purchases and sales of securities are recorded on a trade-date basis. Dividends are recorded on the ex-dividend date. Net appreciation includes the Plan's gains and losses on investments bought and sold as well as held during the year.

Payment of Benefits

Benefits are recorded when paid.

Information Prepared and Certified by the Trustee

The following information included in the accompanying financial statements and supplemental schedule was obtained from data that was prepared and certified as complete and accurate by the trustee of the Plan. Investments that represent 5% or more of the Plan's net assets are separately identified.

	2013	2012
<i>Mutual Funds:</i>		
Columbia Dividend Income Fund	\$ 446,965	\$ 354,416
Fidelity Equity Growth Fund	426,879	326,254
Fidelity Diversified Stock Fund	334,221	242,606
Fidelity Total International Equity Fund	274,768	229,926
Dreyfus Mid Cap Index Fund	259,775	182,700
Fidelity Strategic Income Fund	255,422	257,343
Others	749,040	568,845
<i>Guaranteed Investment Contract **</i>	<u>459,661</u>	<u>348,394</u>
Total	<u>\$ 3,206,731</u>	<u>\$ 2,510,484</u>

** This amount represents contract value for this investment.

The trustee also certified the completeness and accuracy of \$528,768 and \$259,469 of net appreciation in fair value of investments related to the aforementioned investments for the years ended December 31, 2013 and 2012, respectively.

FST LOGISTICS, INC.
401(k) RETIREMENT PLAN
Notes to Financial Statements
December 31, 2013 and 2012

Guaranteed Investment Contract With Wells Fargo

As of December 31, 2013 and 2012, the Plan holds a guaranteed investment contract, Wells Fargo (Wells Fargo) Stable Value Fund (the Fund). These contracts maintain the contributions in general accounts. These accounts are credited with earnings on the underlying investments and charged for participant withdrawals and administrative expenses. The guaranteed investment contract issuers are contractually obligated to repay the principal and a specified interest rate that is guaranteed to the Plan.

Because the guaranteed investment contracts are 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 contracts are presented on the face of the statements 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 Wells Fargo, represents contributions made under the contracts, plus earnings, less participant withdrawals and administrative expenses. Participants may ordinarily direct the withdrawal or transfer of all or a portion of their investment at contract value.

There are no reserves against contract value for credit risk of the contract issuer or otherwise. The fair value of the investment contracts at December 31, 2013 and 2012 was \$463,343 and \$358,511, respectively. The crediting interest rates are based on a formula agreed upon with the issuers. Such interest rates are reviewed on a quarterly basis for resetting.

Certain events limit the ability of the Plan to transact at contract value with the issuer. Such events include the following: (1) amendments to the Plan documents (including complete or partial Plan termination or merger with another plan), (2) changes to Plan's prohibition on competing investment options or deletion of equity wash provisions, (3) bankruptcy of the Plan sponsor or other Plan sponsor events (for example, divestitures or spin-offs of a subsidiary) that cause a significant withdrawal from the Plan, or (4) the failure of the trust to qualify for exemption from federal income taxes or any required prohibited transaction exemption under Employee Retirement Income Security Act of 1974. The Plan administrator does not believe that the occurrence of any such value event, which would limit the Plan's ability to transact at contract value with participants, is probable.

The guaranteed investment contract does not permit the issuer to terminate the agreement prior to the scheduled maturity date.

FST LOGISTICS, INC.
401(k) RETIREMENT PLAN
Notes to Financial Statements
December 31, 2013 and 2012

Guaranteed Investment Contract With Wells Fargo (continued)

The following are the average yields for the guaranteed bank investment contracts for 2013 and 2012:

Average yields in 2013:	
Based on actual earnings	1.36 %
Based on interest rate credited to participants	1.52 %
Average yields in 2012:	
Based on actual earnings	0.94 %
Based on interest rate credited to participants	1.95 %

Fair Value Measurements

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

- | | |
|---------|--|
| 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: <ul style="list-style-type: none"> • Quoted prices for similar assets or liabilities in active markets. • Quoted prices for identical or similar assets or liabilities in inactive markets. • Inputs other than quoted prices that are observable for the asset or liability. • Inputs that are derived principally from or corroborated by observable market data by correlation or other means. |

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

FST LOGISTICS, INC.
401(k) RETIREMENT PLAN
Notes to Financial Statements
December 31, 2013 and 2012

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 observable inputs and minimize the use of unobservable inputs.

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

<i>Mutual Funds:</i>	Valued at the net asset value (NAV) of shares held by the Plan at year-end.
----------------------	---

<i>Guaranteed Investment Contract:</i>	Valued at the NAV of shares of the underlying investments reported by Fidelity.
--	---

The preceding method 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.

FST LOGISTICS, INC.
401(k) RETIREMENT PLAN
Notes to Financial Statements
December 31, 2013 and 2012

Fair Value Measurements (continued)

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

	Level 1	Level 2	Level 3	Total
Mutual Funds:				
Growth Funds	\$ 487,536	\$ -	\$ -	\$ 487,536
Value Funds	552,772	-	-	552,772
Blend Funds	692,625	-	-	692,625
Foreign Funds	274,768	-	-	274,768
Bond Funds	300,035	-	-	300,035
Real Estate	18,370	-	-	18,370
Diversified Funds	84,063	-	-	84,063
Target Funds	336,901	-	-	336,901
Guaranteed Investment Contract	<u>-</u>	<u>463,343</u>	<u>-</u>	<u>463,343</u>
Total assets at fair value	<u>\$ 2,747,070</u>	<u>\$ 463,343</u>	<u>\$ -</u>	<u>\$ 3,210,413</u>

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

	Level 1	Level 2	Level 3	Total
Mutual Funds:				
Growth Funds	\$ 373,611	\$ -	\$ -	\$ 373,611
Value Funds	424,009	-	-	424,009
Blend Funds	511,364	-	-	511,364
Foreign Funds	229,926	-	-	229,926
Bond Funds	294,506	-	-	294,506
World Stock Funds	13,683	-	-	13,683
Diversified Funds	45,157	-	-	45,157
Target Funds	269,834	-	-	269,834
Guaranteed Investment Contract	<u>-</u>	<u>358,511</u>	<u>-</u>	<u>358,511</u>
Total assets at fair value	<u>\$ 2,162,090</u>	<u>\$ 358,511</u>	<u>\$ -</u>	<u>\$ 2,520,601</u>

FST LOGISTICS, INC.
401(k) RETIREMENT PLAN
Notes to Financial Statements
December 31, 2013 and 2012

Transactions with Parties-in-Interest

Certain Plan investments are shares of mutual funds that are managed by Fidelity. Fidelity is the trustee as defined by the Plan agreement and, therefore, these transactions qualify as party-in-interest. Commonwealth Financial Network is the investment advisor for the Plan and, therefore, these transactions qualify as party-in-interest. GBQ Partners LLC performs auditing services for the Plan and these transactions qualify as party-in-interest. Fees paid by the Plan for these services amounted to \$17,233 in 2013 and \$11,837 in 2012.

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 full or partial Plan termination, participants will become 100% vested in their accounts.

Tax Status

The Plan has adopted a prototype non-standardized Safe Harbor Profit Sharing Plan with Cash or Deferral Arrangement, which obtained its latest prototype opinion letter on March 31, 2008, in which the Internal Revenue Service (IRS) stated that the prototype plan document, as then designed, was in compliance with the applicable requirements of the Internal Revenue Code (IRC). The Company is relying on the prototype plan's IRS opinion letter and does not intend to obtain a separate determination letter for the Plan. The Plan has been amended since adopting the prototype plan document. However, the Company believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the IRC. Therefore, no provision for income taxes has been included in the Plan's financial statements.

Accounting principles generally accepted in the United States of America require Plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. The plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2013, there are no uncertain tax positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The plan administrator believes it is no longer subject to income tax examinations for years prior to 2010.

FST LOGISTICS, INC.
401(k) RETIREMENT PLAN
Notes to Financial Statements
December 31, 2013 and 2012

Reconciliation of Financial Statements to Form 5500

The following is a reconciliation of net assets available for benefits per the financial statements to Form 5500 at December 31, 2013 and 2012:

	2013	2012
Net assets available for benefits per the accompanying financial statements	\$ 3,206,731	\$ 2,520,746
Adjustment from contract value to fair value for fully benefit-responsive investment contracts	<u>3,682</u>	<u>10,117</u>
Net assets available for benefits per the Form 5500	<u>\$ 3,210,413</u>	<u>\$ 2,530,863</u>

The following is a reconciliation of net increase in net assets available for benefits per the financial statements to the Form 5500 for the years ended December 31, 2013 and 2012:

	2013	2012
Total net increase per the financial statements	\$ 685,985	\$ 480,396
Prior adjustment from contract value to fair value	(10,117)	(8,704)
Current adjustment from contract value to fair value	<u>3,682</u>	<u>10,117</u>
Net increase per the Form 5500	<u>\$ 679,550</u>	<u>\$ 481,809</u>

Non-Exempt Prohibited Transactions

During 2012, the Company did not remit \$50,152 of participant contributions to the Plan in a timely manner, as defined by ERISA. The lost earnings from these late remittances totaled \$46. The Company corrected the late remittances under the Voluntary Fiduciary Correction Program and remitted the lost earnings to the Plan in 2013. These late participant contributions are considered non-exempt prohibited party-in-interest transactions.

FST LOGISTICS, INC.
401(k) RETIREMENT PLAN
Notes to Financial Statements
December 31, 2013 and 2012

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 accompanying 2013 statement of net assets available for benefits.

Subsequent Events – Date of Management's Evaluation

Management has evaluated subsequent events through the date of the Independent Auditor's Report, the date on which the financial statements were available to be issued.

SUPPLEMENTAL INFORMATION

FST LOGISTICS, INC.
401(k) RETIREMENT PLAN
EIN: # 31-1584793 **PLAN: # 001**
Schedule H, Line 4i - Schedule of Assets (Held at End of Year)
December 31, 2013

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(e) Current Value
	<i>Guaranteed Investment Contract:</i>		
*	Fidelity Management Trust Company	Wells Fargo Stable Value Fund **	\$ 463,343
	<i>Mutual Funds:</i>		
*	Fidelity Management Trust Company	Columbia Dividend Income Fund	446,965
*	Fidelity Management Trust Company	Fidelity Equity Growth Fund	426,879
*	Fidelity Management Trust Company	Fidelity Diversified Stock Fund	334,221
*	Fidelity Management Trust Company	Fidelity Total International Equity Fund	274,768
*	Fidelity Management Trust Company	Dreyfus Mid Cap Index Fund	259,775
*	Fidelity Management Trust Company	Fidelity Strategic Income Fund	255,422
*	Fidelity Management Trust Company	Fidelity Freedom 2020	112,407
*	Fidelity Management Trust Company	Fidelity Freedom 2025	104,344
*	Fidelity Management Trust Company	Fidelity Stock Selector Small Cap Fund	96,853
*	Fidelity Management Trust Company	JPMorgan Emerging Markets Equity	84,063
*	Fidelity Management Trust Company	Fidelity Small Cap Value Fund	83,927
*	Fidelity Management Trust Company	Fidelity Small Cap Growth	52,443
*	Fidelity Management Trust Company	Pioneer Short Term Income	32,744
*	Fidelity Management Trust Company	Fidelity Freedom 2045	27,943
*	Fidelity Management Trust Company	Fidelity Freedom 2035	24,461
*	Fidelity Management Trust Company	JPMorgan Mid Cap Value Fund	21,880
*	Fidelity Management Trust Company	Fidelity Freedom 2030	21,085
*	Fidelity Management Trust Company	Fidelity Freedom 2040	18,390
*	Fidelity Management Trust Company	Fidelity Real Estate	18,370
*	Fidelity Management Trust Company	Fidelity Total Bond Fund	11,869
*	Fidelity Management Trust Company	Fidelity Freedom 2050	9,385
*	Fidelity Management Trust Company	Fidelity Freedom 2015	9,118
*	Fidelity Management Trust Company	American Century Heritage Fund	8,214
*	Fidelity Management Trust Company	Fidelity Freedom 2010	4,622
*	Fidelity Management Trust Company	Fidelity Freedom 2005	4,471
*	Fidelity Management Trust Company	Fidelity Freedom Income Fund	1,777
*	Fidelity Management Trust Company	Fidelity Retirement Money Market	492
*	Fidelity Management Trust Company	Fidelity Freedom 2055	182
			\$ 3,210,413

* Denotes party-in-interest
** This amount represents fair value for this investment

See Independent Auditor's Report.

**FST LOGISTICS, INC.
401(k) RETIREMENT PLAN**

EIN: # 31-1584793 PLAN: # 001

**Schedule H, Line 4a - Schedule of Delinquent Participant Contributions
For the Year Ended December 31, 2013**

Participant Contributions Transferred Late to the Plan			Total that Constitutes Nonexempt Prohibited Transactions				
Amount Withheld	Date Withheld	Date Remitted	Check Here if Late Participant Loan Repayments Are Included	Contributions Not Corrected	Contributions Corrected Outside Voluntary Fiduciary Correction Program	Contributions Pending Correction in Voluntary Fiduciary Correction Program	Total Fully Corrected Under Voluntary Fiduciary Correction Program and PTE 2002-51
\$ 50,152	Various 2012	Various 2012		\$ -	\$ -	\$ -	\$ 50,152

See Independent Auditor's Report.

• **Financial Statements**
• with Supplemental Information

• **FST Logistics, Inc.**
• **401(k) Retirement Plan**

• December 31, 2013 and 2012
•



CONTENTS

	Page
Independent Auditor's Report	3
Financial Statements:	
Statements of Net Assets Available for Benefits	5
Statements of Changes in Net Assets Available for Benefits	6
Notes to Financial Statements	7
Supplemental Information:	
Schedule H, Line 4i – Schedule of Assets (Held at End of Year)	18
Schedule H, Line 4a – Schedule of Delinquent Participant Contributions	19



To the Administrative Committee
FST Logistics, Inc.
401(k) Retirement Plan
Columbus, Ohio

Independent Auditor's Report

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of FST Logistics, Inc. 401(k) Retirement Plan, which comprise the statements of net assets available for benefits as of December 31, 2013 and 2012, and the related statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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 our 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 the 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 investment information summarized in the notes to the financial statements, which was certified by Fidelity Management Trust Company, 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 certification from the trustee as of December 31, 2013 and 2012, and for the years then ended, that the information provided to the plan administrator by the trustee is complete and accurate.

To the Administrative Committee
FST Logistics, Inc.
401(k) Retirement Plan
Page 2

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 schedules of assets (held at end of year) and delinquent participant contributions as of and for the year ended December 31, 2013 are required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and are 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 these supplemental schedules.

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 schedules, 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.

GBQ Partners LLC

Columbus, Ohio
September 22, 2014

FST LOGISTICS, INC.
401(k) RETIREMENT PLAN
Statements of Net Assets Available for Benefits
December 31, 2013 and 2012

	2013	2012
Assets:		
Investments, at fair value:		
Guaranteed investment contract	\$ 463,343	\$ 358,511
Mutual funds	2,747,070	2,162,090
Total investments	<u>3,210,413</u>	<u>2,520,601</u>
Receivables:		
Participant contributions	-	9,188
Employer contributions	-	1,074
Total receivables	<u>-</u>	<u>10,262</u>
Net Assets Available for Benefits at Fair Value	3,210,413	2,530,863
Adjustment from Fair Value to Contract Value for Guaranteed Investment Contract	(3,682)	(10,117)
NET ASSETS AVAILABLE FOR BENEFITS	<u>\$ 3,206,731</u>	<u>\$ 2,520,746</u>

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

FST LOGISTICS, INC.
401(k) RETIREMENT PLAN
Statements of Changes in Net Assets Available for Benefits
For the Years Ended December 31, 2013 and 2012

	2013	2012
Additions to Net Assets Attributed to:		
Investment income:		
Net appreciation in fair value of investments	\$ 528,768	\$ 259,469
Contributions:		
Participant	173,764	155,104
Employer	37,633	36,950
Rollovers	-	152,779
Total contributions	211,397	344,833
Total additions	740,165	604,302
Deductions from Net Assets Attributed to:		
Benefits paid to participants	36,947	112,069
Administrative expenses	17,233	11,837
Total deductions	54,180	123,906
Net increase	685,985	480,396
Net Assets Available for Benefits:		
Beginning of year	2,520,746	2,040,350
End of year	\$ 3,206,731	\$ 2,520,746

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

FST LOGISTICS, INC.
401(k) RETIREMENT PLAN
Notes to Financial Statements
December 31, 2013 and 2012

Plan Description

The following description of the FST Logistics, Inc. (the Company) 401(k) Retirement Plan (the Plan) provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan covering all full-time employees of the Company who have six months of service and are age 21 or older. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Contributions

Each year participants may contribute up to 100% of pretax annual compensation as defined in the Plan agreement. Participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions. Participants may also contribute amounts representing distributions from other qualified defined benefit or contribution plans. Participants direct the investment of their contributions into various investment options offered by the Plan. The Plan currently offers various mutual funds and a guaranteed investment contract to participants. The Company matches 50% of the first \$1,500 (maximum \$750) that a participant contributes to the Plan. Additional amounts may be contributed at the option of the Company's Board of Directors. Contributions are subject to certain limitations.

Participant Accounts

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

Vesting

Participants are immediately vested in their contributions plus actual earnings thereon. Vesting in the Company's matching and discretionary contribution portions of their accounts plus actual earnings thereon is based on continuous years of service according to the following vesting schedule:

Years of Service	Vesting Percentage
1	20%
2	40%
3	60%
4	80%
5	100%

FST LOGISTICS, INC.
401(k) RETIREMENT PLAN
Notes to Financial Statements
December 31, 2013 and 2012

Plan Description (continued)

Payment of Benefits

Upon termination of service due to death, disability or retirement, a participant's vested account balance shall be distributed pursuant to elections determined by the participant. For termination of service due to other reasons, a participant may receive the value of the vested interest in his or her account as a lump-sum distribution. Hardship withdrawals, as defined in the Plan agreement, are also available to participants.

Forfeited Accounts

Forfeited non-vested accounts were \$897 and \$269 at December 31, 2013 and 2012, respectively. Amounts forfeited by participants who terminate service prior to becoming fully vested are used to reinstate previously forfeited balances of former participants, if any, or used to pay for any administrative expenses of the Plan. Any remaining forfeitures shall be used to reduce employer contributions. No forfeitures were used to pay administrative expenses of the Plan in 2013. In 2012, \$1,740 of forfeitures were used to pay administrative expenses of the Plan.

Summary of Significant Accounting Policies

Basis of Accounting

The financial statements of the Plan are prepared on the accrual basis 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 statements of net assets available for benefits presents the fair value of the investment contract as well as the adjustment of the fully benefit-responsive investment contract from fair value to contract value. The statements of changes in net assets available for benefits are prepared using the contract value basis for fully benefit-responsive investment contracts.

Use of Estimates

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

FST LOGISTICS, INC.
401(k) RETIREMENT PLAN
Notes to Financial Statements
December 31, 2013 and 2012

Summary of Significant Accounting Policies (continued)

Investment Valuation and Income Recognition

The Plan's investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

Purchases and sales of securities are recorded on a trade-date basis. Dividends are recorded on the ex-dividend date. Net appreciation includes the Plan's gains and losses on investments bought and sold as well as held during the year.

Payment of Benefits

Benefits are recorded when paid.

Information Prepared and Certified by the Trustee

The following information included in the accompanying financial statements and supplemental schedule was obtained from data that was prepared and certified as complete and accurate by the trustee of the Plan. Investments that represent 5% or more of the Plan's net assets are separately identified.

	2013	2012
<i>Mutual Funds:</i>		
Columbia Dividend Income Fund	\$ 446,965	\$ 354,416
Fidelity Equity Growth Fund	426,879	326,254
Fidelity Diversified Stock Fund	334,221	242,606
Fidelity Total International Equity Fund	274,768	229,926
Dreyfus Mid Cap Index Fund	259,775	182,700
Fidelity Strategic Income Fund	255,422	257,343
Others	749,040	568,845
<i>Guaranteed Investment Contract **</i>	<u>459,661</u>	<u>348,394</u>
Total	<u>\$ 3,206,731</u>	<u>\$ 2,510,484</u>

** This amount represents contract value for this investment.

The trustee also certified the completeness and accuracy of \$528,768 and \$259,469 of net appreciation in fair value of investments related to the aforementioned investments for the years ended December 31, 2013 and 2012, respectively.

FST LOGISTICS, INC.
401(k) RETIREMENT PLAN
Notes to Financial Statements
December 31, 2013 and 2012

Guaranteed Investment Contract With Wells Fargo

As of December 31, 2013 and 2012, the Plan holds a guaranteed investment contract, Wells Fargo (Wells Fargo) Stable Value Fund (the Fund). These contracts maintain the contributions in general accounts. These accounts are credited with earnings on the underlying investments and charged for participant withdrawals and administrative expenses. The guaranteed investment contract issuers are contractually obligated to repay the principal and a specified interest rate that is guaranteed to the Plan.

Because the guaranteed investment contracts are 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 contracts are presented on the face of the statements 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 Wells Fargo, represents contributions made under the contracts, plus earnings, less participant withdrawals and administrative expenses. Participants may ordinarily direct the withdrawal or transfer of all or a portion of their investment at contract value.

There are no reserves against contract value for credit risk of the contract issuer or otherwise. The fair value of the investment contracts at December 31, 2013 and 2012 was \$463,343 and \$358,511, respectively. The crediting interest rates are based on a formula agreed upon with the issuers. Such interest rates are reviewed on a quarterly basis for resetting.

Certain events limit the ability of the Plan to transact at contract value with the issuer. Such events include the following: (1) amendments to the Plan documents (including complete or partial Plan termination or merger with another plan), (2) changes to Plan's prohibition on competing investment options or deletion of equity wash provisions, (3) bankruptcy of the Plan sponsor or other Plan sponsor events (for example, divestitures or spin-offs of a subsidiary) that cause a significant withdrawal from the Plan, or (4) the failure of the trust to qualify for exemption from federal income taxes or any required prohibited transaction exemption under Employee Retirement Income Security Act of 1974. The Plan administrator does not believe that the occurrence of any such value event, which would limit the Plan's ability to transact at contract value with participants, is probable.

The guaranteed investment contract does not permit the issuer to terminate the agreement prior to the scheduled maturity date.

FST LOGISTICS, INC.
401(k) RETIREMENT PLAN
Notes to Financial Statements
December 31, 2013 and 2012

Guaranteed Investment Contract With Wells Fargo (continued)

The following are the average yields for the guaranteed bank investment contracts for 2013 and 2012:

Average yields in 2013:	
Based on actual earnings	1.36 %
Based on interest rate credited to participants	1.52 %
Average yields in 2012:	
Based on actual earnings	0.94 %
Based on interest rate credited to participants	1.95 %

Fair Value Measurements

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

- | | |
|---------|--|
| 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: <ul style="list-style-type: none"> • Quoted prices for similar assets or liabilities in active markets. • Quoted prices for identical or similar assets or liabilities in inactive markets. • Inputs other than quoted prices that are observable for the asset or liability. • Inputs that are derived principally from or corroborated by observable market data by correlation or other means. |

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

FST LOGISTICS, INC.
401(k) RETIREMENT PLAN
Notes to Financial Statements
December 31, 2013 and 2012

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 observable inputs and minimize the use of unobservable inputs.

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

<i>Mutual Funds:</i>	Valued at the net asset value (NAV) of shares held by the Plan at year-end.
----------------------	---

<i>Guaranteed Investment Contract:</i>	Valued at the NAV of shares of the underlying investments reported by Fidelity.
--	---

The preceding method 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.

FST LOGISTICS, INC.
401(k) RETIREMENT PLAN
Notes to Financial Statements
December 31, 2013 and 2012

Fair Value Measurements (continued)

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

	Level 1	Level 2	Level 3	Total
Mutual Funds:				
Growth Funds	\$ 487,536	\$ -	\$ -	\$ 487,536
Value Funds	552,772	-	-	552,772
Blend Funds	692,625	-	-	692,625
Foreign Funds	274,768	-	-	274,768
Bond Funds	300,035	-	-	300,035
Real Estate	18,370	-	-	18,370
Diversified Funds	84,063	-	-	84,063
Target Funds	336,901	-	-	336,901
Guaranteed Investment Contract	<u>-</u>	<u>463,343</u>	<u>-</u>	<u>463,343</u>
Total assets at fair value	<u>\$ 2,747,070</u>	<u>\$ 463,343</u>	<u>\$ -</u>	<u>\$ 3,210,413</u>

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

	Level 1	Level 2	Level 3	Total
Mutual Funds:				
Growth Funds	\$ 373,611	\$ -	\$ -	\$ 373,611
Value Funds	424,009	-	-	424,009
Blend Funds	511,364	-	-	511,364
Foreign Funds	229,926	-	-	229,926
Bond Funds	294,506	-	-	294,506
World Stock Funds	13,683	-	-	13,683
Diversified Funds	45,157	-	-	45,157
Target Funds	269,834	-	-	269,834
Guaranteed Investment Contract	<u>-</u>	<u>358,511</u>	<u>-</u>	<u>358,511</u>
Total assets at fair value	<u>\$ 2,162,090</u>	<u>\$ 358,511</u>	<u>\$ -</u>	<u>\$ 2,520,601</u>

FST LOGISTICS, INC.
401(k) RETIREMENT PLAN
Notes to Financial Statements
December 31, 2013 and 2012

Transactions with Parties-in-Interest

Certain Plan investments are shares of mutual funds that are managed by Fidelity. Fidelity is the trustee as defined by the Plan agreement and, therefore, these transactions qualify as party-in-interest. Commonwealth Financial Network is the investment advisor for the Plan and, therefore, these transactions qualify as party-in-interest. GBQ Partners LLC performs auditing services for the Plan and these transactions qualify as party-in-interest. Fees paid by the Plan for these services amounted to \$17,233 in 2013 and \$11,837 in 2012.

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 full or partial Plan termination, participants will become 100% vested in their accounts.

Tax Status

The Plan has adopted a prototype non-standardized Safe Harbor Profit Sharing Plan with Cash or Deferral Arrangement, which obtained its latest prototype opinion letter on March 31, 2008, in which the Internal Revenue Service (IRS) stated that the prototype plan document, as then designed, was in compliance with the applicable requirements of the Internal Revenue Code (IRC). The Company is relying on the prototype plan's IRS opinion letter and does not intend to obtain a separate determination letter for the Plan. The Plan has been amended since adopting the prototype plan document. However, the Company believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the IRC. Therefore, no provision for income taxes has been included in the Plan's financial statements.

Accounting principles generally accepted in the United States of America require Plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. The plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2013, there are no uncertain tax positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The plan administrator believes it is no longer subject to income tax examinations for years prior to 2010.

FST LOGISTICS, INC.
401(k) RETIREMENT PLAN
Notes to Financial Statements
December 31, 2013 and 2012

Reconciliation of Financial Statements to Form 5500

The following is a reconciliation of net assets available for benefits per the financial statements to Form 5500 at December 31, 2013 and 2012:

	2013	2012
Net assets available for benefits per the accompanying financial statements	\$ 3,206,731	\$ 2,520,746
Adjustment from contract value to fair value for fully benefit-responsive investment contracts	<u>3,682</u>	<u>10,117</u>
Net assets available for benefits per the Form 5500	<u>\$ 3,210,413</u>	<u>\$ 2,530,863</u>

The following is a reconciliation of net increase in net assets available for benefits per the financial statements to the Form 5500 for the years ended December 31, 2013 and 2012:

	2013	2012
Total net increase per the financial statements	\$ 685,985	\$ 480,396
Prior adjustment from contract value to fair value	(10,117)	(8,704)
Current adjustment from contract value to fair value	<u>3,682</u>	<u>10,117</u>
Net increase per the Form 5500	<u>\$ 679,550</u>	<u>\$ 481,809</u>

Non-Exempt Prohibited Transactions

During 2012, the Company did not remit \$50,152 of participant contributions to the Plan in a timely manner, as defined by ERISA. The lost earnings from these late remittances totaled \$46. The Company corrected the late remittances under the Voluntary Fiduciary Correction Program and remitted the lost earnings to the Plan in 2013. These late participant contributions are considered non-exempt prohibited party-in-interest transactions.

FST LOGISTICS, INC.
401(k) RETIREMENT PLAN
Notes to Financial Statements
December 31, 2013 and 2012

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 accompanying 2013 statement of net assets available for benefits.

Subsequent Events – Date of Management's Evaluation

Management has evaluated subsequent events through the date of the Independent Auditor's Report, the date on which the financial statements were available to be issued.

SUPPLEMENTAL INFORMATION

FST LOGISTICS, INC.
401(k) RETIREMENT PLAN
EIN: # 31-1584793 **PLAN: # 001**
Schedule H, Line 4i - Schedule of Assets (Held at End of Year)
December 31, 2013

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(e) Current Value
	<i>Guaranteed Investment Contract:</i>		
*	Fidelity Management Trust Company	Wells Fargo Stable Value Fund **	\$ 463,343
	<i>Mutual Funds:</i>		
*	Fidelity Management Trust Company	Columbia Dividend Income Fund	446,965
*	Fidelity Management Trust Company	Fidelity Equity Growth Fund	426,879
*	Fidelity Management Trust Company	Fidelity Diversified Stock Fund	334,221
*	Fidelity Management Trust Company	Fidelity Total International Equity Fund	274,768
*	Fidelity Management Trust Company	Dreyfus Mid Cap Index Fund	259,775
*	Fidelity Management Trust Company	Fidelity Strategic Income Fund	255,422
*	Fidelity Management Trust Company	Fidelity Freedom 2020	112,407
*	Fidelity Management Trust Company	Fidelity Freedom 2025	104,344
*	Fidelity Management Trust Company	Fidelity Stock Selector Small Cap Fund	96,853
*	Fidelity Management Trust Company	JPMorgan Emerging Markets Equity	84,063
*	Fidelity Management Trust Company	Fidelity Small Cap Value Fund	83,927
*	Fidelity Management Trust Company	Fidelity Small Cap Growth	52,443
*	Fidelity Management Trust Company	Pioneer Short Term Income	32,744
*	Fidelity Management Trust Company	Fidelity Freedom 2045	27,943
*	Fidelity Management Trust Company	Fidelity Freedom 2035	24,461
*	Fidelity Management Trust Company	JPMorgan Mid Cap Value Fund	21,880
*	Fidelity Management Trust Company	Fidelity Freedom 2030	21,085
*	Fidelity Management Trust Company	Fidelity Freedom 2040	18,390
*	Fidelity Management Trust Company	Fidelity Real Estate	18,370
*	Fidelity Management Trust Company	Fidelity Total Bond Fund	11,869
*	Fidelity Management Trust Company	Fidelity Freedom 2050	9,385
*	Fidelity Management Trust Company	Fidelity Freedom 2015	9,118
*	Fidelity Management Trust Company	American Century Heritage Fund	8,214
*	Fidelity Management Trust Company	Fidelity Freedom 2010	4,622
*	Fidelity Management Trust Company	Fidelity Freedom 2005	4,471
*	Fidelity Management Trust Company	Fidelity Freedom Income Fund	1,777
*	Fidelity Management Trust Company	Fidelity Retirement Money Market	492
*	Fidelity Management Trust Company	Fidelity Freedom 2055	182
			\$ 3,210,413

* Denotes party-in-interest
** This amount represents fair value for this investment

See Independent Auditor's Report.

FST LOGISTICS, INC.
401(k) RETIREMENT PLAN
EIN: # 31-1584793 PLAN: # 001

Schedule H, Line 4a - Schedule of Delinquent Participant Contributions
For the Year Ended December 31, 2013

Participant Contributions Transferred Late to the Plan			Total that Constitutes Nonexempt Prohibited Transactions				
Amount Withheld	Date Withheld	Date Remitted	Check Here if Late Participant Loan Repayments Are Included	Contributions Not Corrected	Contributions Corrected Outside Voluntary Fiduciary Correction Program	Contributions Pending Correction in Voluntary Fiduciary Correction Program	Total Fully Corrected Under Voluntary Fiduciary Correction Program and PTE 2002-51
\$ 50,152	Various 2012	Various 2012		\$ -	\$ -	\$ -	\$ 50,152

See Independent Auditor's Report.

• **Financial Statements**
• with Supplemental Information
•

• **FST Logistics, Inc.**
• **401(k) Retirement Plan**
•

• December 31, 2013 and 2012
•



CONTENTS

	Page
Independent Auditor's Report	3
Financial Statements:	
Statements of Net Assets Available for Benefits	5
Statements of Changes in Net Assets Available for Benefits	6
Notes to Financial Statements	7
Supplemental Information:	
Schedule H, Line 4i – Schedule of Assets (Held at End of Year)	18
Schedule H, Line 4a – Schedule of Delinquent Participant Contributions	19



To the Administrative Committee
FST Logistics, Inc.
401(k) Retirement Plan
Columbus, Ohio

Independent Auditor's Report

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of FST Logistics, Inc. 401(k) Retirement Plan, which comprise the statements of net assets available for benefits as of December 31, 2013 and 2012, and the related statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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 our 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 the 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 investment information summarized in the notes to the financial statements, which was certified by Fidelity Management Trust Company, 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 certification from the trustee as of December 31, 2013 and 2012, and for the years then ended, that the information provided to the plan administrator by the trustee is complete and accurate.

To the Administrative Committee
FST Logistics, Inc.
401(k) Retirement Plan
Page 2

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 schedules of assets (held at end of year) and delinquent participant contributions as of and for the year ended December 31, 2013 are required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and are 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 these supplemental schedules.

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 schedules, 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.

GBQ Partners LLC

Columbus, Ohio
September 22, 2014

FST LOGISTICS, INC.
401(k) RETIREMENT PLAN
Statements of Net Assets Available for Benefits
December 31, 2013 and 2012

	2013	2012
Assets:		
Investments, at fair value:		
Guaranteed investment contract	\$ 463,343	\$ 358,511
Mutual funds	2,747,070	2,162,090
Total investments	<u>3,210,413</u>	<u>2,520,601</u>
Receivables:		
Participant contributions	-	9,188
Employer contributions	-	1,074
Total receivables	<u>-</u>	<u>10,262</u>
Net Assets Available for Benefits at Fair Value	3,210,413	2,530,863
Adjustment from Fair Value to Contract Value for Guaranteed Investment Contract	(3,682)	(10,117)
NET ASSETS AVAILABLE FOR BENEFITS	<u>\$ 3,206,731</u>	<u>\$ 2,520,746</u>

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

FST LOGISTICS, INC.
401(k) RETIREMENT PLAN
Statements of Changes in Net Assets Available for Benefits
For the Years Ended December 31, 2013 and 2012

	2013	2012
Additions to Net Assets Attributed to:		
Investment income:		
Net appreciation in fair value of investments	\$ 528,768	\$ 259,469
Contributions:		
Participant	173,764	155,104
Employer	37,633	36,950
Rollovers	-	152,779
Total contributions	211,397	344,833
Total additions	740,165	604,302
Deductions from Net Assets Attributed to:		
Benefits paid to participants	36,947	112,069
Administrative expenses	17,233	11,837
Total deductions	54,180	123,906
Net increase	685,985	480,396
Net Assets Available for Benefits:		
Beginning of year	2,520,746	2,040,350
End of year	\$ 3,206,731	\$ 2,520,746

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

FST LOGISTICS, INC.
401(k) RETIREMENT PLAN
Notes to Financial Statements
December 31, 2013 and 2012

Plan Description

The following description of the FST Logistics, Inc. (the Company) 401(k) Retirement Plan (the Plan) provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan covering all full-time employees of the Company who have six months of service and are age 21 or older. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Contributions

Each year participants may contribute up to 100% of pretax annual compensation as defined in the Plan agreement. Participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions. Participants may also contribute amounts representing distributions from other qualified defined benefit or contribution plans. Participants direct the investment of their contributions into various investment options offered by the Plan. The Plan currently offers various mutual funds and a guaranteed investment contract to participants. The Company matches 50% of the first \$1,500 (maximum \$750) that a participant contributes to the Plan. Additional amounts may be contributed at the option of the Company's Board of Directors. Contributions are subject to certain limitations.

Participant Accounts

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

Vesting

Participants are immediately vested in their contributions plus actual earnings thereon. Vesting in the Company's matching and discretionary contribution portions of their accounts plus actual earnings thereon is based on continuous years of service according to the following vesting schedule:

Years of Service	Vesting Percentage
1	20%
2	40%
3	60%
4	80%
5	100%

FST LOGISTICS, INC.
401(k) RETIREMENT PLAN
Notes to Financial Statements
December 31, 2013 and 2012

Plan Description (continued)

Payment of Benefits

Upon termination of service due to death, disability or retirement, a participant's vested account balance shall be distributed pursuant to elections determined by the participant. For termination of service due to other reasons, a participant may receive the value of the vested interest in his or her account as a lump-sum distribution. Hardship withdrawals, as defined in the Plan agreement, are also available to participants.

Forfeited Accounts

Forfeited non-vested accounts were \$897 and \$269 at December 31, 2013 and 2012, respectively. Amounts forfeited by participants who terminate service prior to becoming fully vested are used to reinstate previously forfeited balances of former participants, if any, or used to pay for any administrative expenses of the Plan. Any remaining forfeitures shall be used to reduce employer contributions. No forfeitures were used to pay administrative expenses of the Plan in 2013. In 2012, \$1,740 of forfeitures were used to pay administrative expenses of the Plan.

Summary of Significant Accounting Policies

Basis of Accounting

The financial statements of the Plan are prepared on the accrual basis 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 statements of net assets available for benefits presents the fair value of the investment contract as well as the adjustment of the fully benefit-responsive investment contract from fair value to contract value. The statements of changes in net assets available for benefits are prepared using the contract value basis for fully benefit-responsive investment contracts.

Use of Estimates

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

FST LOGISTICS, INC.
401(k) RETIREMENT PLAN
Notes to Financial Statements
December 31, 2013 and 2012

Summary of Significant Accounting Policies (continued)

Investment Valuation and Income Recognition

The Plan's investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

Purchases and sales of securities are recorded on a trade-date basis. Dividends are recorded on the ex-dividend date. Net appreciation includes the Plan's gains and losses on investments bought and sold as well as held during the year.

Payment of Benefits

Benefits are recorded when paid.

Information Prepared and Certified by the Trustee

The following information included in the accompanying financial statements and supplemental schedule was obtained from data that was prepared and certified as complete and accurate by the trustee of the Plan. Investments that represent 5% or more of the Plan's net assets are separately identified.

	2013	2012
<i>Mutual Funds:</i>		
Columbia Dividend Income Fund	\$ 446,965	\$ 354,416
Fidelity Equity Growth Fund	426,879	326,254
Fidelity Diversified Stock Fund	334,221	242,606
Fidelity Total International Equity Fund	274,768	229,926
Dreyfus Mid Cap Index Fund	259,775	182,700
Fidelity Strategic Income Fund	255,422	257,343
Others	749,040	568,845
<i>Guaranteed Investment Contract **</i>	<u>459,661</u>	<u>348,394</u>
Total	<u>\$ 3,206,731</u>	<u>\$ 2,510,484</u>

** This amount represents contract value for this investment.

The trustee also certified the completeness and accuracy of \$528,768 and \$259,469 of net appreciation in fair value of investments related to the aforementioned investments for the years ended December 31, 2013 and 2012, respectively.

FST LOGISTICS, INC.
401(k) RETIREMENT PLAN
Notes to Financial Statements
December 31, 2013 and 2012

Guaranteed Investment Contract With Wells Fargo

As of December 31, 2013 and 2012, the Plan holds a guaranteed investment contract, Wells Fargo (Wells Fargo) Stable Value Fund (the Fund). These contracts maintain the contributions in general accounts. These accounts are credited with earnings on the underlying investments and charged for participant withdrawals and administrative expenses. The guaranteed investment contract issuers are contractually obligated to repay the principal and a specified interest rate that is guaranteed to the Plan.

Because the guaranteed investment contracts are 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 contracts are presented on the face of the statements 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 Wells Fargo, represents contributions made under the contracts, plus earnings, less participant withdrawals and administrative expenses. Participants may ordinarily direct the withdrawal or transfer of all or a portion of their investment at contract value.

There are no reserves against contract value for credit risk of the contract issuer or otherwise. The fair value of the investment contracts at December 31, 2013 and 2012 was \$463,343 and \$358,511, respectively. The crediting interest rates are based on a formula agreed upon with the issuers. Such interest rates are reviewed on a quarterly basis for resetting.

Certain events limit the ability of the Plan to transact at contract value with the issuer. Such events include the following: (1) amendments to the Plan documents (including complete or partial Plan termination or merger with another plan), (2) changes to Plan's prohibition on competing investment options or deletion of equity wash provisions, (3) bankruptcy of the Plan sponsor or other Plan sponsor events (for example, divestitures or spin-offs of a subsidiary) that cause a significant withdrawal from the Plan, or (4) the failure of the trust to qualify for exemption from federal income taxes or any required prohibited transaction exemption under Employee Retirement Income Security Act of 1974. The Plan administrator does not believe that the occurrence of any such value event, which would limit the Plan's ability to transact at contract value with participants, is probable.

The guaranteed investment contract does not permit the issuer to terminate the agreement prior to the scheduled maturity date.

FST LOGISTICS, INC.
401(k) RETIREMENT PLAN
Notes to Financial Statements
December 31, 2013 and 2012

Guaranteed Investment Contract With Wells Fargo (continued)

The following are the average yields for the guaranteed bank investment contracts for 2013 and 2012:

Average yields in 2013:	
Based on actual earnings	1.36 %
Based on interest rate credited to participants	1.52 %
Average yields in 2012:	
Based on actual earnings	0.94 %
Based on interest rate credited to participants	1.95 %

Fair Value Measurements

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

- | | |
|---------|--|
| 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: <ul style="list-style-type: none"> • Quoted prices for similar assets or liabilities in active markets. • Quoted prices for identical or similar assets or liabilities in inactive markets. • Inputs other than quoted prices that are observable for the asset or liability. • Inputs that are derived principally from or corroborated by observable market data by correlation or other means. |

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

FST LOGISTICS, INC.
401(k) RETIREMENT PLAN
Notes to Financial Statements
December 31, 2013 and 2012

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 observable inputs and minimize the use of unobservable inputs.

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

<i>Mutual Funds:</i>	Valued at the net asset value (NAV) of shares held by the Plan at year-end.
----------------------	---

<i>Guaranteed Investment Contract:</i>	Valued at the NAV of shares of the underlying investments reported by Fidelity.
--	---

The preceding method 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.

FST LOGISTICS, INC.
401(k) RETIREMENT PLAN
Notes to Financial Statements
December 31, 2013 and 2012

Fair Value Measurements (continued)

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

	Level 1	Level 2	Level 3	Total
Mutual Funds:				
Growth Funds	\$ 487,536	\$ -	\$ -	\$ 487,536
Value Funds	552,772	-	-	552,772
Blend Funds	692,625	-	-	692,625
Foreign Funds	274,768	-	-	274,768
Bond Funds	300,035	-	-	300,035
Real Estate	18,370	-	-	18,370
Diversified Funds	84,063	-	-	84,063
Target Funds	336,901	-	-	336,901
Guaranteed Investment Contract	<u>-</u>	<u>463,343</u>	<u>-</u>	<u>463,343</u>
Total assets at fair value	<u>\$ 2,747,070</u>	<u>\$ 463,343</u>	<u>\$ -</u>	<u>\$ 3,210,413</u>

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

	Level 1	Level 2	Level 3	Total
Mutual Funds:				
Growth Funds	\$ 373,611	\$ -	\$ -	\$ 373,611
Value Funds	424,009	-	-	424,009
Blend Funds	511,364	-	-	511,364
Foreign Funds	229,926	-	-	229,926
Bond Funds	294,506	-	-	294,506
World Stock Funds	13,683	-	-	13,683
Diversified Funds	45,157	-	-	45,157
Target Funds	269,834	-	-	269,834
Guaranteed Investment Contract	<u>-</u>	<u>358,511</u>	<u>-</u>	<u>358,511</u>
Total assets at fair value	<u>\$ 2,162,090</u>	<u>\$ 358,511</u>	<u>\$ -</u>	<u>\$ 2,520,601</u>

FST LOGISTICS, INC.
401(k) RETIREMENT PLAN
Notes to Financial Statements
December 31, 2013 and 2012

Transactions with Parties-in-Interest

Certain Plan investments are shares of mutual funds that are managed by Fidelity. Fidelity is the trustee as defined by the Plan agreement and, therefore, these transactions qualify as party-in-interest. Commonwealth Financial Network is the investment advisor for the Plan and, therefore, these transactions qualify as party-in-interest. GBQ Partners LLC performs auditing services for the Plan and these transactions qualify as party-in-interest. Fees paid by the Plan for these services amounted to \$17,233 in 2013 and \$11,837 in 2012.

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 full or partial Plan termination, participants will become 100% vested in their accounts.

Tax Status

The Plan has adopted a prototype non-standardized Safe Harbor Profit Sharing Plan with Cash or Deferral Arrangement, which obtained its latest prototype opinion letter on March 31, 2008, in which the Internal Revenue Service (IRS) stated that the prototype plan document, as then designed, was in compliance with the applicable requirements of the Internal Revenue Code (IRC). The Company is relying on the prototype plan's IRS opinion letter and does not intend to obtain a separate determination letter for the Plan. The Plan has been amended since adopting the prototype plan document. However, the Company believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the IRC. Therefore, no provision for income taxes has been included in the Plan's financial statements.

Accounting principles generally accepted in the United States of America require Plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. The plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2013, there are no uncertain tax positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The plan administrator believes it is no longer subject to income tax examinations for years prior to 2010.

FST LOGISTICS, INC.
401(k) RETIREMENT PLAN
Notes to Financial Statements
December 31, 2013 and 2012

Reconciliation of Financial Statements to Form 5500

The following is a reconciliation of net assets available for benefits per the financial statements to Form 5500 at December 31, 2013 and 2012:

	2013	2012
Net assets available for benefits per the accompanying financial statements	\$ 3,206,731	\$ 2,520,746
Adjustment from contract value to fair value for fully benefit-responsive investment contracts	<u>3,682</u>	<u>10,117</u>
Net assets available for benefits per the Form 5500	<u>\$ 3,210,413</u>	<u>\$ 2,530,863</u>

The following is a reconciliation of net increase in net assets available for benefits per the financial statements to the Form 5500 for the years ended December 31, 2013 and 2012:

	2013	2012
Total net increase per the financial statements	\$ 685,985	\$ 480,396
Prior adjustment from contract value to fair value	(10,117)	(8,704)
Current adjustment from contract value to fair value	<u>3,682</u>	<u>10,117</u>
Net increase per the Form 5500	<u>\$ 679,550</u>	<u>\$ 481,809</u>

Non-Exempt Prohibited Transactions

During 2012, the Company did not remit \$50,152 of participant contributions to the Plan in a timely manner, as defined by ERISA. The lost earnings from these late remittances totaled \$46. The Company corrected the late remittances under the Voluntary Fiduciary Correction Program and remitted the lost earnings to the Plan in 2013. These late participant contributions are considered non-exempt prohibited party-in-interest transactions.

FST LOGISTICS, INC.
401(k) RETIREMENT PLAN
Notes to Financial Statements
December 31, 2013 and 2012

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 accompanying 2013 statement of net assets available for benefits.

Subsequent Events – Date of Management's Evaluation

Management has evaluated subsequent events through the date of the Independent Auditor's Report, the date on which the financial statements were available to be issued.

SUPPLEMENTAL INFORMATION

FST LOGISTICS, INC.
401(k) RETIREMENT PLAN
EIN: # 31-1584793 **PLAN: # 001**
Schedule H, Line 4i - Schedule of Assets (Held at End of Year)
December 31, 2013

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	(e) Current Value
	<i>Guaranteed Investment Contract:</i>		
*	Fidelity Management Trust Company	Wells Fargo Stable Value Fund **	\$ 463,343
	<i>Mutual Funds:</i>		
*	Fidelity Management Trust Company	Columbia Dividend Income Fund	446,965
*	Fidelity Management Trust Company	Fidelity Equity Growth Fund	426,879
*	Fidelity Management Trust Company	Fidelity Diversified Stock Fund	334,221
*	Fidelity Management Trust Company	Fidelity Total International Equity Fund	274,768
*	Fidelity Management Trust Company	Dreyfus Mid Cap Index Fund	259,775
*	Fidelity Management Trust Company	Fidelity Strategic Income Fund	255,422
*	Fidelity Management Trust Company	Fidelity Freedom 2020	112,407
*	Fidelity Management Trust Company	Fidelity Freedom 2025	104,344
*	Fidelity Management Trust Company	Fidelity Stock Selector Small Cap Fund	96,853
*	Fidelity Management Trust Company	JPMorgan Emerging Markets Equity	84,063
*	Fidelity Management Trust Company	Fidelity Small Cap Value Fund	83,927
*	Fidelity Management Trust Company	Fidelity Small Cap Growth	52,443
*	Fidelity Management Trust Company	Pioneer Short Term Income	32,744
*	Fidelity Management Trust Company	Fidelity Freedom 2045	27,943
*	Fidelity Management Trust Company	Fidelity Freedom 2035	24,461
*	Fidelity Management Trust Company	JPMorgan Mid Cap Value Fund	21,880
*	Fidelity Management Trust Company	Fidelity Freedom 2030	21,085
*	Fidelity Management Trust Company	Fidelity Freedom 2040	18,390
*	Fidelity Management Trust Company	Fidelity Real Estate	18,370
*	Fidelity Management Trust Company	Fidelity Total Bond Fund	11,869
*	Fidelity Management Trust Company	Fidelity Freedom 2050	9,385
*	Fidelity Management Trust Company	Fidelity Freedom 2015	9,118
*	Fidelity Management Trust Company	American Century Heritage Fund	8,214
*	Fidelity Management Trust Company	Fidelity Freedom 2010	4,622
*	Fidelity Management Trust Company	Fidelity Freedom 2005	4,471
*	Fidelity Management Trust Company	Fidelity Freedom Income Fund	1,777
*	Fidelity Management Trust Company	Fidelity Retirement Money Market	492
*	Fidelity Management Trust Company	Fidelity Freedom 2055	182
			\$ 3,210,413

* Denotes party-in-interest
** This amount represents fair value for this investment

See Independent Auditor's Report.

**FST LOGISTICS, INC.
401(k) RETIREMENT PLAN**

EIN: # 31-1584793 PLAN: # 001

**Schedule H, Line 4a - Schedule of Delinquent Participant Contributions
For the Year Ended December 31, 2013**

Participant Contributions Transferred Late to the Plan			Total that Constitutes Nonexempt Prohibited Transactions				
Amount Withheld	Date Withheld	Date Remitted	Check Here if Late Participant Loan Repayments Are Included	Contributions Not Corrected	Contributions Corrected Outside Voluntary Fiduciary Correction Program	Contributions Pending Correction in Voluntary Fiduciary Correction Program	Total Fully Corrected Under Voluntary Fiduciary Correction Program and PTE 2002-51
\$ 50,152	Various 2012	Various 2012		\$ -	\$ -	\$ -	\$ 50,152

See Independent Auditor's Report.