Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

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

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

OMB Nos. 1210-0110
1210-0089

2014

This Form is Open to Public Inspection

Part I Annual Report Identification Information

For calendar plan year 2014 or fiscal plan year beginning 01/01/2014 and ending 12/31/2014

A This return/report is for:
- [ ] a multiemployer plan;
- [ ] a multiple-employer plan (Filers checking this box must attach a list of participating employer information in accordance with the form instructions); or
- [X] a single-employer plan;
- [ ] a DFE (specify) ____

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

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

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

Part II Basic Plan Information—enter all requested information

1a Name of plan
B & B LUMBER COMPANY, INC. PROFIT SHARING PLAN

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 01/01/1984

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

HANSON QUARRY
DRAWER T
JAMESVILLE, NY 13078

2b Employer Identification Number (EIN)
16-1035246

2c Plan Sponsor's telephone number
315-492-1786

2d Business code (see instructions)
321210

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.	09/21/2015	BRIGHAM BOOHER
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	09/21/2015	BRIGHAM BOOHER
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

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

Preparer's telephone number (optional)

3a	Plan administrator's name and address [X] Same as Plan Sponsor	**3b**	Administrator's EIN
		3c	Administrator's telephone number
4	If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report:	**4b**	EIN
a	Sponsor's name	**4c**	PN

5	Total number of participants at the beginning of the plan year	**5**	191
6	Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines **6a(1), 6a(2), 6b, 6c,** and **6d**).		
a(1)	Total number of active participants at the beginning of the plan year	**6a(1)**	168
a(2)	Total number of active participants at the end of the plan year	**6a(2)**	166
b	Retired or separated participants receiving benefits	**6b**	0
c	Other retired or separated participants entitled to future benefits	**6c**	21
d	Subtotal. Add lines **6a(2)**, **6b**, and **6c**.	**6d**	187
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.	**6e**	0
f	Total. Add lines **6d** and **6e**.	**6f**	187
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	186
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	5
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 2J 2K 3D 3H

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:
4B

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

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

a Pension Schedules

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

b General Schedules

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

Part III Form M-1 Compliance Information (to be completed by welfare benefit plans)

11a If the plan provides welfare benefits, was the plan subject to the Form M-1 filing requirements during the plan year? (See instructions and 29 CFR 2520.101-2.) .....…… ☐ Yes ☐ No

If "Yes" is checked, complete lines 11b and 11c.

11b Is the plan currently in compliance with the Form M-1 filing requirements? (See instructions and 29 CFR 2520.101-2.) ……..... ☐ Yes ☐ No

11c Enter the Receipt Confirmation Code for the 2014 Form M-1 annual report. If the plan was not required to file the 2014 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)

Receipt Confirmation Code_____

SCHEDULE A (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Insurance Information

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

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

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

OMB No. 1210-0110

2014

This Form is Open to Public Inspection

For calendar plan year 2014 or fiscal plan year beginning 01/01/2014 and ending 12/31/2014

A Name of plan
B & B LUMBER COMPANY, INC. PROFIT SHARING PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
B & B LUMBER COMPANY, INC.

D Employer Identification Number (EIN)
16-1035246

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

1 Coverage Information:

(a) Name of insurance carrier

(b) EIN	(c) NAIC code	(d) Contract or identification number	(e) Approximate number of persons covered at end of policy or contract year	Policy or contract year	
				(f) From	(g) To
04-1590850	65935	30552	6	01/01/2014	12/31/2014

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

(a) Total amount of commissions paid	(b) Total amount of fees paid
2	0

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

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

RAYMOND J STRAUB, JR.
250 S CLINTON ST
SYRACUSE, NY 13202

(b) Amount of sales and base commissions paid	Fees and other commissions paid		
	(c) Amount	(d) Purpose	(e) Organization code
1			3

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

JOSEPH WARREN III
250 S CLINTON ST
SYRACUSE, NY 13203

(b) Amount of sales and base commissions paid	Fees and other commissions paid		
	(c) Amount	(d) Purpose	(e) Organization code
1			3

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

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

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

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

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

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

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

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

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

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

Part II Investment and Annuity Contract Information

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

4	Current value of plan's interest under this contract in the general account at year end	**4**	0
5	Current value of plan's interest under this contract in separate accounts at year end	**5**	0

6 Contracts With Allocated Funds:

a State the basis of premium rates ▶

b	Premiums paid to carrier	**6b**	594
c	Premiums due but unpaid at the end of the year	**6c**	
d	If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, enter amount.	**6d**	

Specify nature of costs ▶

e Type of contract: (1) [X] individual policies (2) [ ] group deferred annuity

(3) [ ] other (specify) ▶

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

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

a Type of contract: (1) [ ] deposit administration (2) [ ] immediate participation guarantee

(3) [ ] guaranteed investment (4) [ ] other ▶

b	Balance at the end of the previous year			**7b**	
c	Additions: (1) Contributions deposited during the year	**7c(1)**			
	(2) Dividends and credits	**7c(2)**			
	(3) Interest credited during the year	**7c(3)**			
	(4) Transferred from separate account	**7c(4)**			
	(5) Other (specify below) ▶	**7c(5)**			
	(6) Total additions			**7c(6)**	
d	Total of balance and additions (add lines **7b** and **7c(6)**).			**7d**	
e	Deductions:				
	(1) Disbursed from fund to pay benefits or purchase annuities during year	**7e(1)**			
	(2) Administration charge made by carrier	**7e(2)**			
	(3) Transferred to separate account	**7e(3)**			
	(4) Other (specify below) ▶	**7e(4)**			
	(5) Total deductions			**7e(5)**	
f	Balance at the end of the current year (subtract line **7e(5)** from line **7d**)			**7f**	

Part III Welfare Benefit Contract Information

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

8 Benefit and contract type (check all applicable boxes)

a ☐ Health (other than dental or vision)	**b** ☐ Dental	**c** ☐ Vision	**d** ☒ Life insurance
e ☐ Temporary disability (accident and sickness)	**f** ☐ Long-term disability	**g** ☐ Supplemental unemployment	**h** ☐ Prescription drug
i ☐ Stop loss (large deductible)	**j** ☐ HMO contract	**k** ☐ PPO contract	**l** ☐ Indemnity contract

m ☐ Other (specify) ▶

9 Experience-rated contracts:				
a Premiums: (1) Amount received	**9a(1)**			
(2) Increase (decrease) in amount due but unpaid	**9a(2)**			
(3) Increase (decrease) in unearned premium reserve	**9a(3)**			
(4) Earned (**(1)** + **(2)** - **(3)**)			**9a(4)**	
b Benefit charges (1) Claims paid	**9b(1)**			
(2) Increase (decrease) in claim reserves	**9b(2)**			
(3) Incurred claims (add **(1)** and **(2)**)			**9b(3)**	
(4) Claims charged			**9b(4)**	
c Remainder of premium: (1) Retention charges (on an accrual basis) --				
(A) Commissions	**9c(1)(A)**			
(B) Administrative service or other fees	**9c(1)(B)**			
(C) Other specific acquisition costs	**9c(1)(C)**			
(D) Other expenses	**9c(1)(D)**			
(E) Taxes	**9c(1)(E)**			
(F) Charges for risks or other contingencies	**9c(1)(F)**			
(G) Other retention charges	**9c(1)(G)**			
(H) Total retention			**9c(1)(H)**	
(2) Dividends or retroactive rate refunds. (These amounts were ☐ paid in cash, or ☐ credited.)			**9c(2)**	
d Status of policyholder reserves at end of year: (1) Amount held to provide benefits after retirement			**9d(1)**	
(2) Claim reserves			**9d(2)**	
(3) Other reserves			**9d(3)**	
e Dividends or retroactive rate refunds due. (Do not include amount entered in line **9c(2)**.)			**9e**	
10 Nonexperience-rated contracts:				
a Total premiums or subscription charges paid to carrier			**10a**	190
b If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, other than reported in Part I, line 2 above, report amount			**10b**	

Specify nature of costs ▶

Part IV Provision of Information

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

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

SCHEDULE C (Form 5500)

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

2014

This Form is Open to Public Inspection.

For calendar plan year 2014 or fiscal plan year beginning 01/01/2014 and ending 12/31/2014

A Name of plan
B & B LUMBER COMPANY, INC. PROFIT SHARING PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
B & B LUMBER COMPANY, INC.

D Employer Identification Number (EIN)
16-1035246

Part I Service Provider Information (see instructions)

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

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

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

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

FIDELITY INVESTMENTS
500 SALEM STREET
SMITHFIELD, RI 02917

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

STRATEGIC FINANCIAL SERVICES
114 BUSINESS PARK DRIVE
UTICA, NY 13502-6302

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

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

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

RUSSELL S. ANDREWS

PO BOX 4718
SYRACUSE, NY 13221

(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?
71	BROKER, FINAN CIAL ADVISO	0	Yes [X] No [ ]	Yes [X] No [ ]	22210	Yes [ ] No [X]

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

MERRILL LYNCH PIERCE FENNER & SMITH

4 WORLD FINANCIAL CENTER
250 VESEY STREET
NEW YORK, NY 10281

13-5674085

(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?
18 28 71	BROKERAGE	17885	Yes [X] No [ ]	Yes [X] No [ ]	33	Yes [ ] No [X]

(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 [ ]

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

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

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

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

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

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

(complete as many entries as needed)

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE H (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

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

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

OMB No. 1210-0110

2014

This Form is Open to Public Inspection

For calendar plan year 2014 or fiscal plan year beginning 01/01/2014 and ending 12/31/2014

A Name of plan
B & B LUMBER COMPANY, INC. PROFIT SHARING PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
B & B LUMBER COMPANY, INC.

D Employer Identification Number (EIN)
16-1035246

Part I Asset and Liability Statement

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

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	160313	167688
(2) Participant contributions	1b(2)		22205
(3) Other	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	1605324	1208649
(2) U.S. Government securities	1c(2)	495239	396522
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)	2307879	3036774
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)	10833439	8885097
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)	802691	820996
(9) Value of interest in common/collective trusts	1c(9)		
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	6310539	8000537
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)	11722	15054

			(a) Beginning of Year	(b) End of Year
1d	Employer-related investments:			
	(1) Employer securities	1d(1)		
	(2) Employer real property	1d(2)		
e	Buildings and other property used in plan operation	1e		
f	Total assets (add all amounts in lines 1a through 1e)	1f	22527146	22553522
	Liabilities			
g	Benefit claims payable	1g	1011	9065
h	Operating payables	1h		
i	Acquisition indebtedness	1i		
j	Other liabilities	1j	7254	2735
k	Total liabilities (add all amounts in lines 1g through1j)	1k	8265	11800
	Net Assets			
l	Net assets (subtract line 1k from line 1f)	1l	22518881	22541722

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)	368830	
	(B) Participants	2a(1)(B)	404855	
	(C) Others (including rollovers)	2a(1)(C)		
	(2) Noncash contributions	2a(2)		
	(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		773685
b	**Earnings on investments:**			
	(1) Interest:			
	(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	1764	
	(B) U.S. Government securities	2b(1)(B)	10245	
	(C) Corporate debt instruments	2b(1)(C)	88584	
	(D) Loans (other than to participants)	2b(1)(D)		
	(E) Participant loans	2b(1)(E)	39995	
	(F) Other	2b(1)(F)		
	(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		140588
	(2) Dividends: **(A)** Preferred stock	2b(2)(A)		
	(B) Common stock	2b(2)(B)	237079	
	(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	184846	
	(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		421925
	(3) Rents	2b(3)		
	(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)	5580990	
	(B) Aggregate carrying amount (see instructions)	2b(4)(B)	5546607	
	(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		34383
	(5) Unrealized appreciation (depreciation) of assets: **(A)** Real estate	2b(5)(A)		
	(B) Other	2b(5)(B)	576348	
	(C) Total unrealized appreciation of assets. Add lines **2b(5)(A)** and **(B)**	2b(5)(C)		576348

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		37855
c Other income	2c		
d Total income. Add all **income** amounts in column (b) and enter total	2d		1984784
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	1913332	
(2) To insurance carriers for the provision of benefits	2e(2)	190	
(3) Other	2e(3)		
(4) Total benefit payments. Add lines **2e(1)** through **(3)**	2e(4)		1913522
f Corrective distributions (see instructions)	2f		2699
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)	45722	
(4) Other	2i(4)		
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		45722
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		1961943
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		22841
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

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

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

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

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

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

(1) Name: EVANS AND BENNETT, LLP **(2)** EIN: 15-0551397

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

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

Part IV Compliance Questions

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

During the plan year:

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

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

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

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

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

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

Part V Trust Information (optional)

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

SCHEDULE R (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Retirement Plan Information

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

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

OMB No. 1210-0110

2014

This Form is Open to Public Inspection.

For calendar plan year 2014 or fiscal plan year beginning 01/01/2014 and ending 12/31/2014

A Name of plan
B & B LUMBER COMPANY, INC. PROFIT SHARING PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
B & B LUMBER COMPANY, INC.

D Employer Identification Number (EIN)
16-1035246

Part I Distributions

All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions **1** 0

2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits):

EIN(s): 16-1612002

Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.

3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year **3**

Part II Funding Information (If the plan is not subject to the minimum funding requirements of section of 412 of the Internal Revenue Code or ERISA section 302, skip this Part)

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

If the plan is a defined benefit plan, go to line 8.

5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. **Date:** Month _____ Day _____ Year _____

If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.

6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived) **6a**

b Enter the amount contributed by the employer to the plan for this plan year **6b**

c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount) **6c**

If you completed line 6c, skip lines 8 and 9.

7 Will the minimum funding amount reported on line 6c be met by the funding deadline? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

Part III Amendments

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

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

10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan? ..... ☐ **Yes** ☐ **No**

11 a Does the ESOP hold any preferred stock? ..... ☐ **Yes** ☐ **No**

b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.) ..... ☐ **Yes** ☐ **No**

12 Does the ESOP hold any stock that is not readily tradable on an established securities market? ..... ☐ **Yes** ☐ **No**

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

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

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

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

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

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

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

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

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

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

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

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

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

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

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

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

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

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

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

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

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

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

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

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

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

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

B & B LUMBER COMPANY, INC.

PROFIT SHARING PLAN

JAMESVILLE, NEW YORK

AUDITED FINANCIAL STATEMENTS

AND SUPPLEMENTARY INFORMATION

YEARS ENDED DECEMBER 31, 2014 AND 2013

CONTENTS

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Evans and Bennett, LLP
CERTIFIED PUBLIC ACCOUNTANTS
2112 Erie Blvd. East, Suite 100
Syracuse, NY 13224
(315) 474-3986
FAX: (315) 474-0716

INDEPENDENT AUDITORS' REPORT

To the Plan Administrator and Participants
B & B Lumber Company, Inc.
Profit Sharing Plan
Jamesville, New York

Report on the Financial Statements

We have audited the accompanying financial statements of B & B Lumber Company, Inc. Profit Sharing Plan, which comprise the statements of net assets available for plan benefits as of December 31, 2014 and 2013, and the related statement of changes in net assets available for plan benefits for the years then ended and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Plan management is responsible for the preparation and fair presentation of these financial statements in accordance with U. S. generally accepted accounting principles; 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.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with U. S. generally accepted auditing standards. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Plan's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Plan's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for plan benefits of B & B Lumber Company, Inc. Profit Sharing Plan as of December 31, 2014 and 2013, and the changes in its net assets available for plan benefits for the years then ended in accordance with U. S. generally accepted accounting principles.

Other Matter

Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplemental schedules appearing on pages 12 through 20 are presented for the purpose of additional analysis and are not a required part of the basic financial statements but are supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. Such information is the responsibility of the Plan's management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements taken as a whole.

Evans & Bennett LLP
Certified Public Accountants
Syracuse, NY

July 29, 2015

B & B LUMBER COMPANY, INC.

PROFIT SHARING PLAN

STATEMENT OF NET ASSETS AVAILABLE FOR PLAN BENEFITS

DECEMBER 31,

ASSETS

	2014	2013
Investments at fair value:		
Registered investment companies	$ 8,000,541	$ 3,390,080
Common stocks	8,885,096	13,753,898
U.S. government securities	396,522	495,239
Corporate bonds	3,036,775	2,307,879
Life insurance - cash value	15,054	11,722
	20,333,988	19,958,818
Receivables:		
Employer's contributions	164,990	153,523
Participants' loans receivable	820,996	802,691
Participants' monthly loan payments	22,205	-
	1,008,191	956,214
Cash	1,208,648	1,605,324
Total assets	22,550,827	22,520,356

LIABILITIES

Accrued expenses	37	464
Total liabilities	37	464
Net assets available for benefits	$22,550,790	$22,519,892

The accompanying notes are an integral part of these financial statements

B & B LUMBER COMPANY, INC.

PROFIT SHARING PLAN

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR PLAN BENEFITS

YEARS ENDED DECEMBER 31,

	2014	2013
ADDITIONS		
Additions to net assets attributed to:		
Investment income:		
Interest and dividends	$ 522,518	$ 518,241
Participant loan interest	39,995	41,212
Net appreciation in investments	648,589	1,689,237
	1,211,102	2,248,690
Contributions:		
Employer	368,830	367,256
Employee	402,156	407,508
	770,986	774,764
Total additions	1,982,088	3,023,454
DEDUCTIONS		
Deductions from net assets attributed to:		
Benefits paid to participants	1,905,278	647,183
Administrative expenses	45,722	46,406
Payments to life insurance company	190	228
Total deductions	1,951,190	693,817
Net increase	30,898	2,329,637
Net assets available for benefits:		
Beginning of year	22,519,892	20,190,255
End of year	$ 22,550,790	$ 22,519,892

The accompanying notes are an integral part of these financial statements

B & B LUMBER COMPANY, INC.

PROFIT SHARING PLAN

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2014

Note 1. Description of Plan

The following description of the B & B Lumber Company, Inc. Profit Sharing 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 401(k) profit sharing plan covering the employees of B & B Lumber Company, U-Cut Enterprises, Premier Hardwood Products and The B&B Albany Pallet Company, Inc. Employees are eligible to participate in the employer matching and profit sharing features of the Plan after completion of one year of service. Length of service is based on 1,000 hours per year. Employees must be over 18 years of age to participate in the Plan. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Contributions

Each participant may elect to have a specified portion of his/her compensation for a Plan year allocated to his/her account up to a maximum of $17,500 per year plus an additional $5,500 for participants over 50 years old. The employer may make a matching contribution on the amount deferred by participants. The Company may also make annual profit sharing contributions at its own discretion.

Contributions received from participants and contributions receivable are net of payments of $2,698 and $6,790 at December 31, 2014 and 2013, respectively, made in the following year to certain active participants to return to them excess deferral contributions as required to satisfy the relevant nondiscrimination provisions of the Plan.

Participant Accounts

Salary deferral contributions and any matching contributions are allocated to the respective employee's accounts. Employer profit sharing contributions are allocated to each participant based on the ratio to which the participants' compensation bears to the compensation of all eligible participants.

Vesting

Participants are immediately vested in their contributions plus actual earnings thereon. Vesting in the Company's matching and profit sharing contribution portion of their accounts plus actual earnings thereon is fully vested once they have completed six years of service. If participants die or become disabled before retirement, the entire value of the participant's account becomes vested and non-forfeitable. Participants have the right to designate a beneficiary to receive their benefits should they die.

Note 1. Description of Plan (continued)

Participant Loans

Under the terms of the Plan, participants may borrow up to 50% of the balance of their vested account. The loans are secured by the participant's vested account balances and bear interest based on the prime rate as determined by the Plan Trustee (currently 5.25%). Since the loans are fully secured, Management has decided to not create a reserve for bad debt allowance account. Loan terms range up to 5 years.

Payment of Benefits

On termination of service due to death, disability or retirement, a participant may elect to receive a lump sum equal to the value of the participant's vested interest in his or her account or annual installments.

Forfeitures

Forfeitures for terminated non-vested participants' accounts attributable to employer profit sharing contributions, employer-matching contributions and related earnings will be used to reduce employer contributions.

Note 2. Summary of Significant Accounting Policies

Basis of Accounting

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

Use of Estimates

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

Investment Valuation and Income Recognition

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. See Note 4 for a discussion of fair value measurements.

The Plan's stock and bond investments are stated at quoted market prices. Shares of registered investment companies are valued at quoted market prices, which represent the net asset value of shares held by the Plan at year-end. Participant loans receivable are valued at cost, which approximates fair value.

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

Note 2. Summary of Significant Accounting Policies (continued)

Payment of Benefits

Benefits are recorded when paid.

Operating Expenses

The employer absorbs significant costs of the Plan without reimbursement from the Plan.

Cash Equivalents

The Plan considers all money market accounts to be cash equivalents.

Concentration of Credit Risk

The Plan maintains its cash equivalents in accounts, which, at times may exceed federally insured limits. The Plan has not experienced any losses in such accounts. The Plan believes it is not exposed to any significant credit risk on cash equivalents.

Events Occurring After The Reporting Period

In accordance with ASC 855-10, the organization evaluated subsequent events through the date of the report which is the date these financial statements were available to be issued.

Note 3. Investments

The Plan's investments (including investments bought, sold and held during the year) appreciated in value by $648,588 and $1,689,237 for the years ended December 31, 2014 and 2013 respectively, as follows:

	2014	2013
Investments at fair value determined by quoted market price:		
Mutual Funds	$ (57,779)	$ 465,939
Common stocks	684,521	1,407,386
U.S. government securities	2,130	(29,680)
Corporate bonds	16,384	(152,321)
	645,256	1,691,324
Investments at estimated fair value:		
Life Insurance - cash value	3,332	(2,087)
Total	$ 648,588	$1,689,237

The investments are all nonparticipant directed.

Note 4. Fair Value Measurements

Generally accepted accounting principles establish 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). Registered investment companies are valued at the net asset value of shares held by the plan at year end and are considered a level 1 measurement.

The Plan's investments measured at fair value on a recurring basis were as follows as of December 31, 2014:

	Level 1	Level 2	Level 3	Total
Mutual Funds				
Large & Mid cap equity	$ 863,816	$ -	$ -	$ 863,816
Small cap equity	98,711	-	-	98,711
International currency	116,248	-	-	116,248
International equity	420,420	-	-	420,420
Bond fund	1,443,828	-	-	1,443,828
Commodities	82,864	-	-	82,864
Common Stocks				
Large cap equity	6,583,656	-	-	6,583,656
Mid and small cap equity	877,378	-	-	877,378
International equity	520,655	-	-	520,655
Commodity Positions	138,552	-	-	138,552
Defensive equity & debt	781,655	-	-	781,655
Stock Options	(16,800)	-	-	(16,800)
Exchange Traded Funds				
Large cap equity	645,970	-	-	645,970
Mid cap equity	146,008	-	-	146,008
Small cap equity	474,940	-	-	474,940
International equity	1,171,779	-	-	1,171,779
Emerging International	767,688	-	-	767,688
Real Estate	345,457	-	-	345,457
Corporate bonds	1,052,995	-	-	1,052,995
Commodities	369,817	-	-	369,817
Life Insurance	-	-	15,054	15,054
Municipal Bonds	370,561	-	-	370,561
Foreign Bonds	103,415	-	-	103,415
Corporate Bonds	2,562,799	-	-	2,562,799
U.S. Government Securities	396,522	-	-	396,522
Total investments	$ 20,318,934	$ -	$ 15,054	$ 20,333,988

Note 4. Fair Value Measurements (continued)

The Plan's investments measured at fair value on a recurring basis were as follows as of December 31, 2013:

	Level 1	Level 2	Level 3	Total
Mutual Funds				
Large cap equity	$ 1,799,040	$ -	$ -	$ 1,799,040
Small cap equity	222,361	-	-	222,361
International currency	118,107	-	-	118,107
International equity	504,605	-	-	504,605
Bond fund	2,734,949	-	-	2,734,949
Commodities	113,817	-	-	113,817
Common Stocks				
Large cap equity	4,841,531	-	-	4,841,531
Mid and small cap equity	1,186,991	-	-	1,186,991
International equity	760,719	-	-	760,719
Exchange Traded Funds				
Large cap equity	86,526	-	-	86,526
Mid cap equity	169,719	-	-	169,719
Small cap equity	265,905	-	-	265,905
International equity	1,177,238	-	-	1,177,238
Emerging International	772,557	-	-	772,557
Real Estate	317,483	-	-	317,483
Corporate bonds	769,143	-	-	769,143
Commodities	604,630	-	-	604,630
Defensive equity & debt	302,668	-	-	302,668
Stock Options	(68,700)	-	-	(68,700)
Life Insurance	-	-	11,722	11,722
Foreign Bonds	105,905	-	-	105,905
Municipal Bonds	396,262	-	-	396,262
Corporate Bonds	2,140,364	-	-	2,140,364
U.S. Government Securities	625,276	-	-	625,276
Total investments	$ 19,947,096	$ -	$ 11,722	$ 19,958,818

The following table sets forth a summary of changes in the fair value of the plan's level 3 assets for the years ended December 31:

	2014	2013
Balance beginning of year	$ 11,722	$ 13,810
Realized gains (losses)	-	-
Unrealized gains (losses)	3,332	(2,088)
Purchases, sales, issuances and settlements - net	-	-
Balance end of year	$ 15,054	$ 11,722

Note 5. Plan Termination

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants will become 100% vested in their accounts.

Note 6. Tax Status

The Plan obtained its latest determination letter on March 3, 2008, in which the Internal Revenue Service stated that the Plan, as then designed, was in compliance with the applicable requirements of the Internal Revenue Code. The Plan has been amended since receiving the determination letter. However, the Plan Administrator believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the Internal Revenue Code. Therefore, no provision for income taxes has been included in the Plan's financial statements.

Note 7. Terminated Vested Accounts

At December 31, 2014 and 2013, there was $0 allocated to participant accounts who have elected to withdraw from the Plan, but have not been paid.

Note 8. Forfeited Accounts

For the plan years ended December 31, 2014 and 2013, the Plan allocated $16,183 and $13,138, respectively, in forfeited accounts to reduce employer contributions.

Note 9. Reconciliation of Financial Statements to Schedule H of Form 5500

The following is a reconciliation of net assets available for benefits per the financial statements to the Schedule H of Form 5500:

	2014	2013
Net assets available for benefits per the financial statements	$22,550,790	$22,519,892
Benefits payable	(9,065)	(1,011)
Net assets available for benefits per Schedule H of Form 5500	$22,541,725	$22,518,881

The following is a reconciliation of benefits paid to participants per the financial statements to Form 5500:

	2014	2013
Benefits paid to participants per the financial statements	$ 1,905,278	$ 647,183
Amounts allocated to withdrawing participants	8,054	(2,653)
Benefits paid to participants per Form 5500	$ 1,913,332	$ 644,530

Note 10. Risks and Uncertainties

Investment securities are exposed to various risks such as interest rates, 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 the Plan's account balances and the amounts reported on the statement of net assets available for plan assets.

Note 11. Party In Interest Transactions

Loans receivable from Plan participants and the related interest income are considered exempt party in interest transactions.

B & B LUMBER COMPANY, INC.

PROFIT SHARING PLAN SUPPLEMENTARY INFORMATION

DECEMBER 31, 2014

B&B LUMBER COMPANY, INC. PROFIT SHARING PLAN
2014 FORM 5500, SCHEDULE H ATTACHMENT
PLAN SPONSOR: B&B LUMBER COMPANY, INC.
EIN: 16-1035246 PLAN NUMBER: 001

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR

(a) (b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current value
CASH		124	124
SCHWAB GOVT MONEY FUND	MONEY MARKET	4,615	4,615
APPLE INC	COMMON STOCK	539	1,104
ASTRAZENECA PLC	1.95% 9/18/19	9,937	9,961
BERKSHIRE HTHAWAY	3% 5/15/22	10,027	10,138
CARTERS INC	COMMON STOCK	1,931	2,619
CATERPILLAR INC	COMMON STOCK	2,980	3,204
CHEVRON CORPORATION	2.427% 6/24/20	10,123	10,059
COGNIZAN TECHNOLOGY SOLUTIONS	COMMON STOCK	3,250	5,266
COLGATE PALMOLIVE CO	COMMON STOCK	2,172	3,460
COSTCO WHOLESALE	1.7% 12/15/19	9,818	9,840
COVIDIEN PLC	COMMON STOCK	1,994	4,091
CR BARD INC	1.375% 1/15/18	9,793	9,884
DISNEY (THE WALT) COMPANY	COMMON STOCK	1,375	2,355
DOLLAR TREE INC	COMMON STOCK	2,379	3,519
DU PONT E I	COMMON STOCK	1,596	2,958
EMC COR MASS	COMMON STOCK	3,107	3,866
E O G RESOURCES INC	COMMON STOCK	3,795	4,143
EXPEDIA INC	COMMON STOCK	2,621	4,695
FHLB	1.6% 7/30/19	10,000	9,870
FHLMC	1.75% 7/29/21	9,983	9,770
FNMA	1.5% 10/22/20	10,000	9,743
GENERAL ELECTRIC	1.6% 11/20/17	10,051	10,069
GOOGLE INC CLASS C	COMMON STOCK	1,429	2,632
GOOGLE INC-A	COMMON STOCK	1,426	2,653
HALLIBURTON CO	COMMON STOCK	3,345	3,343
HEXCEL CORP NEW	COMMON STOCK	2,742	2,904
IBM CORP	COMMON STOCK	2,237	2,407
INTEL CORPORATION	1.35% 12/15/17	9,994	9,984
ISHARES MSCI EMERGING MKTS ETF	COMMON STOCK	21,196	22,002
ISHARES MSCI EAFE INDEX	COMMON STOCK	35,092	35,896
ISHARES TIPS BOND EFT	COMMON STOCK	8,869	9,521
ISHARED TRUST-RUSSELL 2000	COMMON STOCK	13,676	17,943
JOHNSON CONTROLS	COMMON STOCK	1,051	1,692
JOHNSON & JOHNSON	COMMON STOCK	2,371	3,137
MARKET VECTORS BIOTECH	COMMON STOCK	1,661	2,885

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B & B LUMBER COMPANY, INC.

PROFIT SHARING PLAN SUPPLEMENTARY INFORMATION

DECEMBER 31, 2014

B&B LUMBER COMPANY, INC. PROFIT SHARING PLAN
2013 FORM 5500, SCHEDULE H ATTACHMENT
PLAN SPONSOR: B&B LUMBER COMPANY, INC.
EIN: 16-1035246 PLAN NUMBER: 001

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR

(a) (b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current Value
MC CORMICK & CO INC	COMMON STOCK	3,003	3,344
MCKESSON CORP	COMMON STOCK	1,672	4,152
MONDELEZ INTERNATIONAL-W/I	COMMON STOCK	1,992	2,724
MORGAN STANLEY	3% 8/30/15	10,000	10,045
MYLAN LABORATORIES	COMMON STOCK	1,844	3,382
NIKE	COMMON STOCK	895	2,404
NXP SEMICONDUCTORS NV	COMMON STOCK	1,097	3,056
OCCIDENTAL PETR	3.125% 2/15/22	9,911	9,952
OPPENHEIMER INTERNATIONAL	MUTUAL FUND	14,353	13,661
ORACLE CORP	COMMON STOCK	2,729	4,047
POWERSHARES DB COMMODITY	MUTUAL FUND	10,826	7,841
PRICELINE COM INC	COMMON STOCK	3,040	5,701
PROCTOR & GAMBLE CO	COMMON STOCK	2,710	3,644
PRUDENTIAL FINANCIAL INC	COMMON STOCK	2,877	3,166
QUALCOMM INC	COMMON STOCK	2,929	4,088
SECTOR SPDR MATERIALS	COMMON STOCK	3,799	4,129
SPDR GOLD TRUST	COMMON STOCK	8,424	7,383
SPDR S&P CHINA ETF	COMMON STOCK	4,246	5,177
SIRONA DENTAL SYSTEMS INC	COMMON STOCK	2,791	3,932
SKYWORKS SOLUTIONS INC	COMMON STOCK	1,562	5,453
STRYKER COPRORATION	1.3% 4/1/18	9,885	9,849
T ROWE PRICE	COMMON STOCK	1,085	3,005
ULTA SALON COSMETIC & FRAGRANCE	COMMON STOCK	2,333	3,196
UNION PACIFIC CORP	COMMON STOCK	2,095	3,574
UNITED TECHNOLOGIES CORP	COMMON STOCK	1,801	2,875
UNITEDHEALTH GROUP INC	COMMON STOCK	1,823	3,538
VANGUARD DIV APPRECIATION	MUTUAL FUND	45,831	66,957
VANGUARD REIT ETF	MUTUAL FUND	6,711	10,125
VANGUARD SHORT TERM INVT GRADE FD	MUTUAL FUND	10,197	10,125
VISA INC CL A	COMMON STOCK	1,180	3,933
WALT DISNEY CO	2.75% 8/16/21	10,114	10,169
WELLS FARGO & CO	2.625% 12/15/16	9,993	10,294
XYLEM INC	COMMON STOCK	1,129	2,284
YUM BRANDS	COMMON STOCK	2,408	2,914
SUBTOTAL CHARLES SCHWAB 7688-0937		**424,580**	**502,471**

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B & B LUMBER COMPANY, INC.

PROFIT SHARING PLAN SUPPLEMENTARY INFORMATION

DECEMBER 31, 2014

B&B LUMBER COMPANY, INC. PROFIT SHARING PLAN
2014 FORM 5500, SCHEDULE H ATTACHMENT
PLAN SPONSOR: B&B LUMBER COMPANY, INC.
EIN: 16-1035246 PLAN NUMBER: 001

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR

(a) (b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current Value
CASH		2,682	2,682
SCHWAB GOVT MONEY FUND	MONEY MARKET	83,376	83,376
APACHE CORP	5.625% 1/15/17	49,857	54,061
APPLE INC	COMMON STOCK	21,202	33,114
ASTRAZENECA	1.95& 9/18/19	89,075	89,645
BANK OF MONTREAL	2.55% 11/6/22	73,433	73,154
BARCLAYS BANK P	5.25% 6/24/18	50,000	54,882
BARCLAYS BANK DE	.05% 5/24/18	49,500	48,469
BAXTER INTL INC	4.625% 3/15/15	50,433	50,406
BERKSHIRE HATHAWAY FIN	3% 5/15/22	89,407	91,246
BLACKROCK INC	5% 12/10/19	49,960	56,471
BNP PARIBAS	1.25% 12/12/16	75,141	75,039
BOEING CO	3.5% 2/15/15	19,999	20,064
C. R. BARD INC	1.375% 1/15/18	88,284	88,955
CARTERS INC	COMMON STOCK	26,069	35,361
CATERPILLAR INC	COMMON STOCK	40,526	43,477
CHEVRON CORP	2.427% 6/24/20	84,692	85,503
CISCO SYSTEMS	4.45% 1/15/20	49,875	54,996
CITIGROUP INC	1.3% 4/01/16	34,808	35,050
CLOROX	5% 1/15/15	47,132	50,058
COGNIZANT TECHNOLOGY SOLUTIONS CORP	COMMON STOCK	38,207	61,612
COLGATE-PALMOLIVE	COMMON STOCK	27,083	41,514
COSTCO WHOLESALE CORP	1.7% 12/15/19	89,383	88,564
COVIDIEN PLC	COMMON STOCK	25,537	53,186
CT ST HSG FIN AUTH 12C-2	3% 5/15/21	39,844	41,296
DAVENPORT IA TXBL	3.3% 6/01/15	25,000	25,316
DENTON TX ISD	2.5% 8/15/21	60,000	60,558
DISNEY WALT CO	COMMON STOCK	21,907	34,379
DOLLAR TREE INC	COMMON STOCK	27,615	40,820
DUPONT	COMMON STOCK	20,261	35,122
EBAY INC	3.25% 10/15/20	29,781	30,408
EMC CORP MASS	2.65% 10/15/20	89,742	90,401
EMC CORP MASS	COMMON STOCK	38,858	48,030
EOG RESOURCES INC	COMMON STOCK	47,550	52,020
ESTEE LAUDER	5.55% 5/15/17	39,938	43,890
EXPEDIA INC	COMMON STOCK	29,308	52,496
FHLB	2.55% 6/14/22	29,445	54,625

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B & B LUMBER COMPANY, INC.

PROFIT SHARING PLAN SUPPLEMENTARY INFORMATION

DECEMBER 31, 2014

B&B LUMBER COMPANY, INC. PROFIT SHARING PLAN
2014 FORM 5500, SCHEDULE H ATTACHMENT
PLAN SPONSOR: B&B LUMBER COMPANY, INC.
EIN: 16-1035246 PLAN NUMBER: 001

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR

(a) (b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current Value
FHLB	2% 4/15/21	47,400	48,943
FHLMC	2% 12/11/20	24,635	44,942
FNMA	2.9079% 6/10/20	50,000	49,282
FNMA	1.125% 4/27/17	49,983	50,301
GENERAL ELECTRIC	2.5% 8/11/15	40,000	40,155
GENERAL ELECTRIC CAP MTN	3.65% 11/15/20	20,000	20,356
GOLDMAN SACH BK USA CD	1.35% 10/11/16	50,000	50,546
GOOGLE INC-A	COMMON STOCK	12,613	18,573
GOOGLE INC CL C	COMMON STOCK	19,037	24,741
HALLIBURTON CO	COMMON STOCK	40,643	40,510
HEWLETT PACKARD	3.75% 12/01/20	29,646	31,026
HEXCEL CORP	COMMON STOCK	33,778	35,889
HONEYWELL INTL	5.3% 3/15/17	25,396	27,258
HYDRO-QUEBEC	2% 6/30/16	49,991	50,924
INTEL CORP	1.35% 12/15/17	89,743	89,856
ISHARES MSCI EMERGING MKTS ETF	MUTUAL FUND	493,568	515,681
ISHARES MSCI EAFE ETF	MUTUAL FUND	822,106	849,022
ISHARES TRUST-RUSSELL 2000 INDEX	MUTUAL FUND	291,520	381,588
IBM CORP	COMMON STOCK	36,403	35,297
JOHNSON CONTROLS	COMMON STOCK	15,037	21,753
JOHNSON & JOHNSON	COMMON STOCK	29,016	37,645
JP MORGAN CHASE & CO	4.25% 10/15/20	49,433	53,721
JP MORGAN CORE BD FD	MUTUAL FUND	150,055	149,559
KIMBERLY CLARK	6.125% 8/1/17	48,918	56,015
MARKET VECTORS BIOTECH	COMMON STOCK	20,774	35,191
MC CORMICK & CO INC	COMMON STOCK	36,083	40,122
MCKESSON CORP	COMMON STOCK	20,856	51,895
MISSISSIPPI ST	1.6% 11/1/18	30,000	29,782
MONDELEZ INTERNATIONAL	COMMON STOCK	26,590	35,235
MORGAN STANLEY	2.5% 9/22/19	25,000	25,530
MYLAN LABORATORIES INC	COMMON STOCK	21,587	39,459
NIKE	COMMON STOCK	11,111	28,845
NORTHBROOK IL GO 12A	2% 12/1/21	59,461	58,384
NXP SEMICONDUCTORS	COMMON STOCK	15,587	36,290
OCCIDENTAL PETR	3.125% 2/15/22	74,329	74,642
OPPENHEIMER INTERNATIONAL	MUTUAL FUND	109,500	336,583
ORACLE CORP	COMMON STOCK	46,790	67,455

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B & B LUMBER COMPANY, INC.

PROFIT SHARING PLAN SUPPLEMENTARY INFORMATION

DECEMBER 31, 2014

B&B LUMBER COMPANY, INC. PROFIT SHARING PLAN
2014 FORM 5500, SCHEDULE H ATTACHMENT
PLAN SPONSOR: B&B LUMBER COMPANY, INC.
EIN: 16-1035246 PLAN NUMBER: 001

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR

(a) (b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current Value
PEPSICO INC	5% 6/1/18	49,844	55,099
PEPSICO INC	1.25% 8/13/17	39,993	39,933
PITNEY BOWES	4.75% 5/15/18	35,587	37,287
PNC FUNDING CORP	3.3% 3/8/22	75,238	76,682
POWERSHARES DB COMMODITY	MUTUAL FUND	253,221	184,223
T ROWE PRICE GROUP INC	COMMON STOCK	21,605	36,920
PRICELINE COM INC	COMMON STOCK	15,202	28,505
PROCTOR & GAMBLE CO	COMMON STOCK	33,566	44,634
PRUDENTIAL FINANCIAL INC	COMMON STOCK	35,943	39,350
QUALCOMM INC	COMMON STOCK	41,230	54,633
QUEBEC PROVINCE	5% 3/1/16	49,632	52,491
SALLIE MAE BK/MURR CD	1.2% 7/27/2015	25,000	25,116
SD ST BLDG TXBL	1.109% 6/1/16	25,000	25,169
SECTOR SPDR MATERIALS FD	MUTUAL FUND	45,476	49,552
SPDR GOLD TRUST	COMMON STOCK	202,074	170,370
SPDR S&P CHINA ETF	COMMON STOCK	95,903	115,478
SIRONA DENTAL SYSTEMS INC	COMMON STOCK	36,964	48,927
SKYWORKS SOLUTIONS INC	COMMON STOCK	20,779	64,712
STRYKER CORP	1.3% 4/1/18	88,961	88,644
SUTHRN IL TXBL	4.8% 4/1/17	25,409	26,721
SVYSWR	4.48% 1/1/18	35,414	37,579
SYNCHRONY BANK	1.6% 3/16/17	49,642	50,836
TJX CO	2.75% 6/15/21	89,846	90,300
ULTA SALON COSMETICS & FRAGRANCE	COMMON STOCK	31,258	42,826
UNION PACIFIC CORP	COMMON STOCK	31,460	52,417
UNITED HEALTH GROUP INC	COMMON STOCK	26,640	49,534
UNITED TECHNOLOGIES CORP	COMMON STOCK	25,955	37,950
UNIV NC CHARLOT	2.272% 4/1/19	65,171	65,757
US BANCORP MTN	3% 3/15/22	88,880	91,337
US TSY INFL	2.125% 1/15/19	112,116	119,047
VANGUARD INFL PROTECTED	MUTUAL FUND	220,000	212,922
VANGUARD REIT EFT	MUTUAL FUND	161,927	228,825
VANGUARD SHORT TERM INVT GRADE-ADM	MUTUAL FUND	247,666	244,469
VISA INC	COMMON STOCK	26,755	56,373
WALT DISNEY CO	2.75% 8/16/21	39,774	40,678
WALT DISNEY CO	3.75% 6/1/21	49,967	53,982
WELLS FARGO & CO	2.625% 12/15/16	74,947	77,203

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B & B LUMBER COMPANY, INC.

PROFIT SHARING PLAN SUPPLEMENTARY INFORMATION

DECEMBER 31, 2014

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2014 FORM 5500, SCHEDULE H ATTACHMENT
PLAN SPONSOR: B&B LUMBER COMPANY, INC.
EIN: 16-1035246 PLAN NUMBER: 001

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR

(a) (b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current Value
XYLEM INC	COMMON STOCK	21,137	30,456
YUM BRANDS	COMMON STOCK	31,920	37,882
SUB TOTAL CHARLES SCHWAB 5144-1652		**7,418,595**	**8,448,056**
CASH	MONEY MARKET	3,476	3,476
SCHWAB GOVT MONEY FUND	MONEY MARKET	231,797	231,797
ANTHEM INC	COMMON STOCK	37,576	72,889
APPLE INC	COMMON STOCK	97,382	139,079
BANK OF NEW YORK	COMMON STOCK	59,340	95,340
BAXTER INTERNATIONAL	COMMON STOCK	66,294	86,116
BHP BILLITON LTD ADR	COMMON STOCK	70,997	58,913
BLACKROCK INC	COMMON STOCK	43,494	92,966
BOEING	COMMON STOCK	43,098	76,038
CHEVRON CORP	COMMON STOCK	56,096	85,257
COCA COLA	COMMON STOCK	49,928	72,830
COLGATE PALMOLIVE	COMMON STOCK	32,505	81,298
DEERE & CO	COMMON STOCK	62,640	65,468
EATON	COMMON STOCK	61,038	76,455
EXXON MOBIL CORPORATION	COMMON STOCK	55,149	57,319
GENERAL ELECTRIC	COMMON STOCK	59,471	56,226
HONEYWELL INTERNATIONAL	COMMON STOCK	38,535	84,432
HSBC HOLDINGS	COMMON STOCK	90,089	80,291
INTEL CORP	COMMON STOCK	20,201	33,750
JP MORGAN CHASE & CO	COMMON STOCK	63,101	101,067
M&T BANK CORPORATION	COMMON STOCK	48,790	75,372
MCDONALDS CORP	COMMON STOCK	39,783	55,752
MEDTRONIC INC	COMMON STOCK	46,450	90,250
MERCK & CO INC	COMMON STOCK	24,548	29,247
MICROSOFT CORPORATION	COMMON STOCK	55,128	95,037
NEXTERA ENERGY	COMMON STOCK	43,254	83,969
NORDSTROM INC	COMMON STOCK	40,930	55,573
OCCIDENTAL PETROLEUM CORP	COMMON STOCK	59,227	61,667
PEPSICO INC.	COMMON STOCK	61,327	84,631
PFIZER INC	COMMON STOCK	83,583	87,532
PHILLIPS 66-W/I	COMMON STOCK	8,487	27,389

See independent auditors' report

B & B LUMBER COMPANY, INC.

PROFIT SHARING PLAN SUPPLEMENTARY INFORMATION

DECEMBER 31, 2014

B&B LUMBER COMPANY, INC. PROFIT SHARING PLAN
2014 FORM 5500, SCHEDULE H ATTACHMENT
PLAN SPONSOR: B&B LUMBER COMPANY, INC.
EIN: 16-1035246 PLAN NUMBER: 001

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR

(a) (b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current Value
PPG INDUSTRIES	COMMON STOCK	19,111	57,788
SCHLUMBERGER LTD	COMMON STOCK	80,413	91,389
SPECTRA ENERGY	COMMON STOCK	32,788	52,635
TIME WARNER INC	COMMON STOCK	62,609	93,108
TRAVELERS COMPANIES	COMMON STOCK	43,942	51,867
VENTAS INCORPORATED	COMMON STOCK	78,238	99,663
VERIZON COMMUNICATIONS	COMMON STOCK	86,156	101,513
WAL-MART STORES INC	COMMON STOCK	43,209	48,952
WILLIAMS SONOMA	COMMON STOCK	54,240	75,680
WISCONSIN ENERGY	COMMON STOCK	49,904	71,990
TOTALCHARLES SCHWAB 5309-8442		**2,304,318**	**3,142,005**
FIDELITY CASH RESERVE MONEY MARKET	MONEY MARKET	84,247	84,246
AT&T CORP	COMMON STOCK	84,820	110,847
CONSOLIDATED EDISON	COMMON STOCK	69,194	132,020
FIDELITY SHORT TERM BOND	MUTUAL FUND	473,113	476,509
FREEPORT MCMORAN INC	COMMON STOCK	248,286	170,080
GENERAL ELECTRIC CO	COMMON STOCK	197,318	194,579
HSBC BK USA	3.125% 1/27/20	65,000	65,090
HSBC HOLDINGS	COMMON STOCK	58,090	58,256
HALYARD HEALTH INC	COMMON STOCK	158,122	200,068
HUANENG POWER	COMMON STOCK	118,111	270,850
ING GROEP	COMMON STOCK	144,430	191,550
ISHARES SILVER TR ISHARES	COMMON STOCK	169,535	138,552
MERCK ASIAN CURRENCY	MUTUAL FUND	120,000	116,248
MERCK & CO	COMMON STOCK	132,476	215,802
MICROSOFT CORP	COMMON STOCK	132,650	209,025
MOSAIC CO NEW COM	COMMON STOCK	172,198	150,645
NEXTERA ENERGY INC	COMMON STOCK	47,776	106,290
PROSHARES ULTRA SHORT	COMMON STOCK	1,063,784	485,604
PROSHARES TR SHORT 20+	COMMON STOCK	145,670	88,025
PROSHARES TR ULTRASHORT OIL	COMMON STOCK	227,066	208,026
SUB TOTAL FIDELITY		**3,911,884**	**3,672,311**

See independent auditors' report

B & B LUMBER COMPANY, INC.

PROFIT SHARING PLAN SUPPLEMENTARY INFORMATION

DECEMBER 31, 2014

B&B LUMBER COMPANY, INC. PROFIT SHARING PLAN
2014 FORM 5500, SCHEDULE H ATTACHMENT
PLAN SPONSOR: B&B LUMBER COMPANY, INC.
EIN: 16-1035246 PLAN NUMBER: 001

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR

(a) (b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current Value
GENERAL MONEY MARKET FUND	MONEY MARKET	41,989	41,989
CAPITAL INCOME BUILDER FD CL A	MUTUAL FUND	194,029	213,184
CAPITAL WORLD GROWTH & INCOME FND CL A	MUTUAL FUND	157,976	205,127
CREDIT SUISSE COMMONDITY RETURN	MUTUAL FUND	103,223	82,864
EURO PACIFIC GROWTH FND CL A	MUTUAL FUND	67,379	95,378
FUNDAMENTAL INVESTORS INC	MUTUAL FUND	83,358	104,600
GROWTH FUND OF AMERICA INC CL A	MUTUAL FUND	75,398	108,036
INCOME FUND OF AMERICA INC CL A	MUTUAL FUND	168,821	214,113
ISHARES TR IBOXX USD INVT GRADE CORP	COMMON STOCK	71,667	72,495
ISHARES TR CORE S&P MID-CAP ETF	COMMON STOCK	94,849	145,347
ISHARES TR CORE S&P SMALL-CAP ETF	COMMON STOCK	48,590	75,110
NEW PERSPECTIVE FD INC CL A	MUTUAL FUND	76,995	109,985
NEW WORLD FD INC NEW CL A	MUTUAL FUND	67,511	119,915
SMALL CAP WORLD FD INC CL A	MUTUAL FUND	68,672	98,711
SPDR S&P 500 ETF TR TR UNIT	COMMON STOCK	321,659	487,256
SPDR SER TR BARCLAYS HIGH YIELD BD ETF	COMMON STOCK	151,263	147,895
VANGUARD BD INDEX FD IN SHORT TERM	COMMON STOCK	298,856	296,725
VANGUARD BD INDEX FD INT TOTAL BD MARKET	COMMON STOCK	403,485	396,392
VANGUARD CHARLOTTE FDS TOTAL INTL	COMMON STOCK	106,998	109,320
VANGUARD INTL EQUITY INDEX FDS MSCI	COMMON STOCK	107,655	109,350
VANGUARD INDEX FDS VANGUARD REIT	COMMON STOCK	82,918	106,508
VANGUARD TAX-MANAGED INTL FD FTSE	MUTUAL FUND	302,412	286,861
WASHINGTON MUTL INVS FD INC CL A	MUTUAL FUND	75,778	113,899
SUBTOTAL NORTHWESTERN		**3,171,479**	**3,741,058**
CASH		6,270	6,270
CMA & ML INSITIUTIONAL FUND	MONEY MARKET	726,252	726,252
BIF MONEY FUND	MONEY MARKET	23,823	23,823
ALBERMARLE CORP	COMMON STOCK	38,911	40,588
ALTRIA GROUP INC	COMMON STOCK	38,914	54,443
BLACKROCK INC	COMMON STOCK	28,754	47,198
BRISTOL-MYERS SQUIBB CO	COMMON STOCK	19,762	33,234
CARNIVAL CORP PAIRED SHS	COMMON STOCK	31,884	39,392
CHEVRON CORP	COMMON STOCK	27,550	28,494
CINN FINCL CRP OHIO	COMMON STOCK	24,118	33,223

See independent auditors' report

B & B LUMBER COMPANY, INC.

PROFIT SHARING PLAN SUPPLEMENTARY INFORMATION

DECEMBER 31, 2014

B&B LUMBER COMPANY, INC. PROFIT SHARING PLAN
2014 FORM 5500, SCHEDULE H ATTACHMENT
PLAN SPONSOR: B&B LUMBER COMPANY, INC.
EIN: 16-1035246 PLAN NUMBER: 001

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR

(a) (b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current Value
CISCO SYSTEMS INC	COMMON STOCK	17,562	28,733
COCA COLA COM	COMMON STOCK	22,442	25,712
CONOCOPHILLIPS	COMMON STOCK	28,606	33,839
CORNING INC	COMMON STOCK	33,202	47,694
CORRECTIONS CORP OF AMER	COMMON STOCK	33,603	33,469
DOMINION RES INC NEW	COMMON STOCK	25,095	36,066
DUKE ENERGY CORP	COMMON STOCK	19,706	25,062
ELI LILLY & CO	COMMON STOCK	31,376	39,945
FEDERATED INVESTORS B	COMMON STOCK	24,192	38,495
GENERAL DYNAMICS	COMMON STOCK	24,251	49,406
HASBRO INC	COMMON STOCK	33,006	49,216
INTEL CORP	COMMON STOCK	35,984	53,491
INTL BUSINESS MACHINES	COMMON STOCK	18,858	15,884
KINDER MORGAN MANAGEMENT	COMMON STOCK	45,176	69,515
LORILLARD INC	COMMON STOCK	38,922	56,017
LOWE'S COMPANIES	COMMON STOCK	17,862	46,440
MICROSOFT CORP	COMMON STOCK	20,884	32,608
MONTPELIER RE HOLDINGS	COMMON STOCK	4,081	3,899
MORGAN STANELY CAP VIII	COMMON STOCK	12,712	12,899
NEWMARKET CORP	COMMON STOCK	19,528	33,089
PAYCHEX INC	COMMON STOCK	20,772	29,918
PFIZER INC	COMMON STOCK	33,259	43,859
PHILLIP MORRIS INTL INC	COMMON STOCK	20,805	19,385
REYNOLDS AMERICAN INC	COMMON STOCK	19,162	26,801
THE MOSAIC COMPANY	COMMON STOCK	25,826	26,249
VERIZON COMMUNICATIONS	COMMON STOCK	22,642	23,717
VORNADO REALTY TRUST	COMMON STOCK	4,063	4,807
WELLS FARGO & CO	COMMON STOCK	32,465	52,189
WINDSTREAM HOLDINGS INC	COMMON STOCK	37,330	30,356
SUBTOTAL MERRILL LYNCH		**1,689,612**	**2,021,678**
PARTICIPANT LOANS	5.25%		**820,996**
TOTAL ASSETS			**22,348,575**

See independent auditors' report

Schedule H, line 4i

Schedule of Assets (Acquired and Disposed of Within Year).

For the plan year beginning **01/01/2014** and ending **12/31/2014**

Name of plan

B & B Lumber Company, Inc. Profit Sharing Plan

Employer Identification Number

16-1035246

Three-digit plan number ► **001**

(a) Identity of issue, borrower, lessor, or similar party	**(b)** Description of investment including maturity date, rate of interest, collateral, par, or maturity value	**(c)** Costs of acquisitions	**(d)** Proceeds of dispositions
none			

Schedule H, line 4i
Schedule of Assets (Held At End of Year)

For the plan year beginning **01/01/2014** and ending **12/31/2014**

Name of plan
B & B Lumber Company, Inc. Profit Sharing Plan

Employer Identification Number
16-1035246

Three-digit plan number ► **001**

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current value
	SEE ATTACHED			

B&B LUMBER COMPANY, INC. PROFIT SHARING PLAN
2014 FORM 5500, SCHEDULE H ATTACHMENT
PLAN SPONSOR: B&B LUMBER COMPANY, INC.
EIN: 16-1035246 PLAN NUMBER: 001

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR

(a) Identity of issue, borrower, lessor, or similar pa	(c) Description of investment including maturity date,rate of	(d) Cost	(e) Current Value
CASH		123.85	123.85
SCHWAB GOVT MONEY FUND	MONEY MARKET	4,614.89	4,614.89
APPLE INC	COMMON STOCK	539.29	1,103.80
ASTRAZENECA PLC	1.95% 9/18/19	9,936.50	9,960.53
BERKSHIRE HTHAWAY	3% 5/15/22	10,027.40	10,138.40
CARTERS INC	COMMON STOCK	1,930.90	2,619.30
CATERPILLAR INC	COMMON STOCK	2,979.69	3,203.55
CHEVRON CORPORATION	2.427% 6/24/20	10,123.00	10,059.21
COGNIZAN TECHNOLOGY SOLUTIONS	COMMON STOCK	3,249.85	5,266.00
COLGATE PALMOLIVE CO	COMMON STOCK	2,172.18	3,459.50
COSTCO WHOLESALE	1.7% 12/15/19	9,817.50	9,840.44
COVIDIEN PLC	COMMON STOCK	1,993.52	4,091.20
CR BARD INC	1.375% 1/15/18	9,792.50	9,883.85
DISNEY (THE WALT) COMPANY	COMMON STOCK	1,375.00	2,354.75
DOLLAR TREE INC	COMMON STOCK	2,378.94	3,519.00
DU PONT E I	COMMON STOCK	1,595.62	2,957.60
EMC COR MASS	COMMON STOCK	3,106.66	3,866.20
E O G RESOURCES INC	COMMON STOCK	3,794.59	4,143.15
EXPEDIA INC	COMMON STOCK	2,621.46	4,694.80
FHLB	1.6% 7/30/19	10,000.00	9,870.31
FHLMC	1.75% 7/29/21	9,983.00	9,769.94
FNMA	1.5% 10/22/20	10,000.00	9,742.73
GENERAL ELECTRIC	1.6% 11/20/17	10,051.10	10,069.47
GOOGLE INC CLASS C	COMMON STOCK	1,429.37	2,632.00
GOOGLE INC-A	COMMON STOCK	1,425.63	2,653.30
HALLIBURTON CO	COMMON STOCK	3,345.44	3,343.05
HEXCEL CORP NEW	COMMON STOCK	2,742.38	2,904.30
IBM CORP	COMMON STOCK	2,236.57	2,406.60
INTEL CORPORATION	1.35% 12/15/17	9,993.60	9,984.04
ISHARES MSCI EMERGING MKTS ETF	COMMON STOCK	21,195.78	22,002.40
ISHARES MSCI EAFE INDEX	COMMON STOCK	35,091.94	35,895.60
ISHARES TIPS BOND EFT	COMMON STOCK	8,868.77	9,520.85
ISHARED TRUST-RUSSELL 2000	COMMON STOCK	13,676.16	17,943.00
JOHNSON CONTROLS	COMMON STOCK	1,050.70	1,691.90
JOHNSON & JOHNSON	COMMON STOCK	2,371.49	3,137.10
MARKET VECTORS BIOTECH	COMMON STOCK	1,661.20	2,884.50
MC CORMICK & CO INC	COMMON STOCK	3,003.48	3,343.50
MCKESSON CORP	COMMON STOCK	1,671.74	4,151.60
MONDELEZ INTERNATIONAL-W/I	COMMON STOCK	1,991.77	2,724.38
MORGAN STANLEY	3% 8/30/15	10,000.00	10,044.86
MYLAN LABORATORIES	COMMON STOCK	1,843.91	3,382.20
NIKE	COMMON STOCK	895.12	2,403.75
NXP SEMICONDUCTORS NV	COMMON STOCK	1,096.64	3,056.00
OCCIDENTAL PETR	3.125% 2/15/22	9,910.58	9,952.24
OPPENHEIMER INTERNATIONAL	MUTUAL FUND	14,353.22	13,660.97
ORACLE CORP	COMMON STOCK	2,729.28	4,047.30
POWERSHARES DB COMMODITY	MUTUAL FUND	10,825.60	7,841.25
PRICELINE COM INC	COMMON STOCK	3,040.00	5,701.05
PROCTOR & GAMBLE CO	COMMON STOCK	2,710.23	3,643.60
PRUDENTIAL FINANCIAL INC	COMMON STOCK	2,876.65	3,166.10

(a) Identity of issue, borrower, lessor, or similar pa	(c) Description of investment including maturity date,rate of	(d) Cost	(e) Current Value
QUALCOMM INC	COMMON STOCK	2,929.20	4,088.15
SECTOR SPDR MATERIALS	COMMON STOCK	3,798.55	4,129.30
SPDR GOLD TRUST	COMMON STOCK	8,424.33	7,382.70
SPDR S&P CHINA ETF	COMMON STOCK	4,245.92	5,176.60
SIRONA DENTAL SYSTEMS INC	COMMON STOCK	2,791.17	3,931.65
SKYWORKS SOLUTIONS INC	COMMON STOCK	1,562.00	5,453.25
STRYKER COPRORATION	1.3% 4/1/18	9,885.20	9,849.32
T ROWE PRICE	COMMON STOCK	1,085.28	3,005.10
ULTA SALON COSMETIC & FRAGRANCE	COMMON STOCK	2,332.69	3,196.00
UNION PACIFIC CORP	COMMON STOCK	2,094.86	3,573.90
UNITED TECHNOLOGIES CORP	COMMON STOCK	1,800.55	2,875.00
UNITEDHEALTH GROUP INC	COMMON STOCK	1,822.87	3,538.15
VANGUARD DIV APPRECIATION	MUTUAL FUND	45,830.85	66,957.00
VANGUARD REIT ETF	MUTUAL FUND	6,711.17	10,125.00
VANGUARD SHORT TERM INVT GRADE FD	MUTUAL FUND	10,197.37	10,125.27
VISA INC CL A	COMMON STOCK	1,179.59	3,933.00
WALT DISNEY CO	2.75% 8/16/21	10,113.60	10,169.48
WELLS FARGO & CO	2.625% 12/15/16	9,992.90	10,293.71
XYLEM INC	COMMON STOCK	1,129.28	2,284.20
YUM BRANDS	COMMON STOCK	2,408.24	2,914.00
SUBTOTAL CHARLES SCHWAB 7688-0937		**424,580.31**	**502,470.69**
CASH		2,681.55	2,681.55
SCHWAB GOVT MONEY FUND	MONEY MARKET	83,375.53	83,375.53
APACHE CORP	5.625% 1/15/17	49,857.00	54,061.35
APPLE INC	COMMON STOCK	21,202.16	33,114.00
ASTRAZENECA	1.95& 9/18/19	89,074.90	89,644.77
BANK OF MONTREAL	2.55% 11/6/22	73,432.50	73,154.40
BARCLAYS BANK P	5.25% 6/24/18	50,000.00	54,881.60
BARCLAYS BANK DE	.05% 5/24/18	49,500.00	48,468.55
BAXTER INTL INC	4.625% 3/15/15	50,432.50	50,406.20
BERKSHIRE HATHAWAY FIN	3% 5/15/22	89,407.40	91,245.60
BLACKROCK INC	5% 12/10/19	49,960.00	56,471.20
BNP PARIBAS	1.25% 12/12/16	75,141.00	75,039.30
BOEING CO	3.5% 2/15/15	19,999.20	20,064.02
C. R. BARD INC	1.375% 1/15/18	88,283.95	88,954.65
CARTERS INC	COMMON STOCK	26,069.32	35,360.55
CATERPILLAR INC	COMMON STOCK	40,525.87	43,476.75
CHEVRON CORP	2.427% 6/24/20	84,692.40	85,503.29
CISCO SYSTEMS	4.45% 1/15/20	49,875.00	54,996.30
CITIGROUP INC	1.3% 4/01/16	34,807.50	35,050.40
CLOROX	5% 1/15/15	47,132.00	50,057.55
COGNIZANT TECHNOLOGY SOLUTIONS CORP	COMMON STOCK	38,206.92	61,612.20
COLGATE-PALMOLIVE	COMMON STOCK	27,083.30	41,514.00
COSTCO WHOLESALE CORP	1.7% 12/15/19	89,383.30	88,563.96
COVIDIEN PLC	COMMON STOCK	25,536.78	53,185.60
CT ST HSG FIN AUTH 12C-2	3% 5/15/21	39,844.00	41,296.40
DAVENPORT IA TXBL	3.3% 6/01/15	25,000.00	25,316.25
DENTON TX ISD	2.5% 8/15/21	60,000.00	60,558.00
DISNEY WALT CO	COMMON STOCK	21,907.12	34,379.35
DOLLAR TREE INC	COMMON STOCK	27,614.56	40,820.40
DUPONT	COMMON STOCK	20,261.49	35,121.50
EBAY INC	3.25% 10/15/20	29,780.70	30,408.42
EMC CORP MASS	2.65% 10/15/20	89,741.65	90,400.59
EMC CORP MASS	COMMON STOCK	38,858.32	48,030.10
EOG RESOURCES INC	COMMON STOCK	47,549.70	52,019.55

(a) Identity of issue, borrower, lessor, or similar pa	(c) Description of investment including maturity date,rate of	(d) Cost	(e) Current Value
ESTEE LAUDER	5.55% 5/15/17	39,938.00	43,890.36
EXPEDIA INC	COMMON STOCK	29,308.08	52,496.40
FHLB	2.55% 6/14/22	29,445.00	54,624.79
FHLB	2% 4/15/21	47,400.00	48,942.50
FHLMC	2% 12/11/20	24,634.98	44,941.64
FNMA	2.9079% 6/10/20	50,000.00	49,282.15
FNMA	1.125% 4/27/17	49,982.50	50,300.75
GENERAL ELECTRIC	2.5% 8/11/15	40,000.00	40,154.80
GENERAL ELECTRIC CAP MTN	3.65% 11/15/20	20,000.00	20,355.72
GOLDMAN SACH BK USA CD	1.35% 10/11/16	50,000.00	50,545.50
GOOGLE INC-A	COMMON STOCK	12,613.35	18,573.10
GOOGLE INC CL C	COMMON STOCK	19,037.34	24,740.80
HALLIBURTON CO	COMMON STOCK	40,643.47	40,509.90
HEWLETT PACKARD	3.75% 12/01/20	29,646.00	31,025.82
HEXCEL CORP	COMMON STOCK	33,778.49	35,888.85
HONEYWELL INTL	5.3% 3/15/17	25,396.25	27,258.33
HYDRO-QUEBEC	2% 6/30/16	49,990.50	50,924.00
INTEL CORP	1.35% 12/15/17	89,743.05	89,856.36
ISHARES MSCI EMERGING MKTS ETF	MUTUAL FUND	493,567.57	515,681.25
ISHARES MSCI EAFE ETF	MUTUAL FUND	822,105.92	849,022.20
ISHARES TRUST-RUSSELL 2000 INDEX	MUTUAL FUND	291,519.79	381,587.80
IBM CORP	COMMON STOCK	36,402.74	35,296.80
JOHNSON CONTROLS	COMMON STOCK	15,037.05	21,753.00
JOHNSON & JOHNSON	COMMON STOCK	29,015.99	37,645.20
JP MORGAN CHASE & CO	4.25% 10/15/20	49,432.50	53,720.80
JP MORGAN CORE BD FD	MUTUAL FUND	150,054.86	149,558.56
KIMBERLY CLARK	6.125% 8/1/17	48,917.50	56,014.95
MARKET VECTORS BIOTECH	COMMON STOCK	20,774.20	35,190.90
MC CORMICK & CO INC	COMMON STOCK	36,082.51	40,122.00
MCKESSON CORP	COMMON STOCK	20,856.43	51,895.00
MISSISSIPPI ST	1.6% 11/1/18	30,000.00	29,781.60
MONDELEZ INTERNATIONAL	COMMON STOCK	26,590.18	35,235.25
MORGAN STANLEY	2.5% 9/22/19	25,000.00	25,530.23
MYLAN LABORATORIES INC	COMMON STOCK	21,586.90	39,459.00
NIKE	COMMON STOCK	11,110.85	28,845.00
NORTHBROOK IL GO 12A	2% 12/1/21	59,460.50	58,384.20
NXP SEMICONDUCTORS	COMMON STOCK	15,587.44	36,290.00
OCCIDENTAL PETR	3.125% 2/15/22	74,329.35	74,641.80
OPPENHEIMER INTERNATIONAL	MUTUAL FUND	109,500.00	336,582.69
ORACLE CORP	COMMON STOCK	46,790.29	67,455.00
PEPSICO INC	5% 6/1/18	49,844.00	55,098.80
PEPSICO INC	1.25% 8/13/17	39,992.75	39,933.08
PITNEY BOWES	4.75% 5/15/18	35,587.30	37,286.59
PNC FUNDING CORP	3.3% 3/8/22	75,237.75	76,682.10
POWERSHARES DB COMMODITY	MUTUAL FUND	253,221.15	184,223.25
T ROWE PRICE GROUP INC	COMMON STOCK	21,604.70	36,919.80
PRICELINE COM INC	COMMON STOCK	15,201.88	28,505.25
PROCTOR & GAMBLE CO	COMMON STOCK	33,566.31	44,634.10
PRUDENTIAL FINANCIAL INC	COMMON STOCK	35,943.03	39,350.10
QUALCOMM INC	COMMON STOCK	41,229.56	54,632.55
QUEBEC PROVINCE	5% 3/1/16	49,631.50	52,490.55
SALLIE MAE BK/MURR CD	1.2% 7/27/2015	25,000.00	25,115.78
SD ST BLDG TXBL	1.109% 6/1/16	25,000.00	25,168.50
SECTOR SPDR MATERIALS FD	MUTUAL FUND	45,475.99	49,551.60
SPDR GOLD TRUST	COMMON STOCK	202,073.71	170,370.00
SPDR S&P CHINA ETF	COMMON STOCK	95,903.32	115,478.00
SIRONA DENTAL SYSTEMS INC	COMMON STOCK	36,963.54	48,927.20
SKYWORKS SOLUTIONS INC	COMMON STOCK	20,778.96	64,711.90

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STRYKER CORP	1.3% 4/1/18	88,960.80	88,643.88
SUTHRN IL TXBL	4.8% 4/1/17	25,408.50	26,720.50
SVYSWR	4.48% 1/1/18	35,414.05	37,578.80
SYNCHRONY BANK	1.6% 3/16/17	49,641.50	50,836.15
TJX CO	2.75% 6/15/21	89,845.80	90,299.70
ULTA SALON COSMETICS & FRAGRANCE	COMMON STOCK	31,257.99	42,826.40
UNION PACIFIC CORP	COMMON STOCK	31,459.86	52,417.20
UNITED HEALTH GROUP INC	COMMON STOCK	26,639.63	49,534.10
UNITED TECHNOLOGIES CORP	COMMON STOCK	25,954.55	37,950.00
UNIV NC CHARLOT	2.272% 4/1/19	65,170.95	65,756.60
US BANCORP MTN	3% 3/15/22	88,880.05	91,337.31
US TSY INFL	2.125% 1/15/19	112,116.12	119,047.30
VANGUARD INFL PROTECTED	MUTUAL FUND	220,000.00	212,921.82
VANGUARD REIT EFT	MUTUAL FUND	161,926.92	228,825.00
VANGUARD SHORT TERM INVT GRADE-ADM	MUTUAL FUND	247,665.81	244,469.35
VISA INC	COMMON STOCK	26,755.36	56,373.00
WALT DISNEY CO	2.75% 8/16/21	39,774.25	40,677.92
WALT DISNEY CO	3.75% 6/1/21	49,966.50	53,982.25
WELLS FARGO & CO	2.625% 12/15/16	74,946.75	77,202.83
XYLEM INC	COMMON STOCK	21,136.79	30,456.00
YUM BRANDS	COMMON STOCK	31,920.06	37,882.00
SUB TOTAL CHARLES SCHWAB 5144-1652		**7,418,594.89**	**8,448,056.14**
CASH	MONEY MARKET	3,475.55	3,475.55
SCHWAB GOVT MONEY FUND	MONEY MARKET	231,797.03	231,797.03
ANTHEM INC	COMMON STOCK	37,575.53	72,888.60
APPLE INC	COMMON STOCK	97,382.15	139,078.80
BANK OF NEW YORK	COMMON STOCK	59,340.33	95,339.50
BAXTER INTERNATIONAL	COMMON STOCK	66,294.22	86,115.75
BHP BILLITON LTD ADR	COMMON STOCK	70,997.43	58,913.40
BLACKROCK INC	COMMON STOCK	43,494.25	92,965.60
BOEING	COMMON STOCK	43,098.45	76,038.30
CHEVRON CORP	COMMON STOCK	56,095.69	85,256.80
COCA COLA	COMMON STOCK	49,928.37	72,829.50
COLGATE PALMOLIVE	COMMON STOCK	32,505.23	81,298.25
DEERE & CO	COMMON STOCK	62,640.41	65,467.80
EATON	COMMON STOCK	61,037.58	76,455.00
EXXON MOBIL CORPORATION	COMMON STOCK	55,148.69	57,319.00
GENERAL ELECTRIC	COMMON STOCK	59,470.74	56,225.75
HONEYWELL INTERNATIONAL	COMMON STOCK	38,534.63	84,432.40
HSBC HOLDINGS	COMMON STOCK	90,088.76	80,291.00
INTEL CORP	COMMON STOCK	20,200.71	33,749.70
JP MORGAN CHASE & CO	COMMON STOCK	63,100.68	101,066.70
M&T BANK CORPORATION	COMMON STOCK	48,790.09	75,372.00
MCDONALDS CORP	COMMON STOCK	39,782.51	55,751.50
MEDTRONIC INC	COMMON STOCK	46,449.60	90,250.00
MERCK & CO INC	COMMON STOCK	24,547.71	29,246.85
MICROSOFT CORPORATION	COMMON STOCK	55,127.62	95,036.70
NEXTERA ENERGY	COMMON STOCK	43,253.74	83,969.10
NORDSTROM INC	COMMON STOCK	40,929.71	55,573.00
OCCIDENTAL PETROLEUM CORP	COMMON STOCK	59,226.98	61,666.65
PEPSICO INC.	COMMON STOCK	61,326.63	84,631.20
PFIZER INC	COMMON STOCK	83,582.77	87,531.50
PHILLIPS 66-W/I	COMMON STOCK	8,486.60	27,389.40
PPG INDUSTRIES	COMMON STOCK	19,110.54	57,787.50
SCHLUMBERGER LTD	COMMON STOCK	80,412.51	91,388.70
SPECTRA ENERGY	COMMON STOCK	32,787.95	52,635.00

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TIME WARNER INC	COMMON STOCK	62,608.61	93,107.80
TRAVELERS COMPANIES	COMMON STOCK	43,941.60	51,866.50
VENTAS INCORPORATED	COMMON STOCK	78,237.61	99,663.00
VERIZON COMMUNICATIONS	COMMON STOCK	86,155.69	101,512.60
WAL-MART STORES INC	COMMON STOCK	43,208.60	48,951.60
WILLIAMS SONOMA	COMMON STOCK	54,240.13	75,680.00
WISCONSIN ENERGY	COMMON STOCK	49,904.31	71,990.10
TOTALCHARLES SCHWAB 5309-8442		**2,304,317.94**	**3,142,005.13**
FIDELITY CASH RESERVE MONEY MARKET	MONEY MARKET	84,246.76	84,246.00
AT&T CORP	COMMON STOCK	84,820.00	110,847.00
CONSOLIDATED EDISON	COMMON STOCK	69,193.60	132,020.00
FIDELITY SHORT TERM BOND	MUTUAL FUND	473,112.81	476,508.76
FREEPORT MCMORAN INC	COMMON STOCK	248,286.10	170,080.00
GENERAL ELECTRIC CO	COMMON STOCK	197,318.14	194,579.00
HSBC BK USA	3.125% 1/27/20	65,000.00	65,089.70
HSBC HOLDINGS	COMMON STOCK	58,090.00	58,256.00
HALYARD HEALTH INC	COMMON STOCK	158,121.51	200,068.00
HUANENG POWER	COMMON STOCK	118,111.12	270,850.00
ING GROEP	COMMON STOCK	144,430.45	191,550.00
ISHARES SILVER TR ISHARES	COMMON STOCK	169,534.51	138,552.00
MERCK ASIAN CURRENCY	MUTUAL FUND	120,000.00	116,247.75
MERCK & CO	COMMON STOCK	132,475.95	215,802.00
MICROSOFT CORP	COMMON STOCK	132,650.40	209,025.00
MOSAIC CO NEW COM	COMMON STOCK	172,197.66	150,645.00
NEXTERA ENERGY INC	COMMON STOCK	47,776.00	106,290.00
PROSHARES ULTRA SHORT	COMMON STOCK	1,063,783.68	485,604.00
PROSHARES TR SHORT 20+	COMMON STOCK	145,669.50	88,025.00
PROSHARES TR ULTRASHORT OIL	COMMON STOCK	227,065.95	208,026.00
SUB TOTAL FIDELITY		**3,911,884.14**	**3,672,311.21**
GENERAL MONEY MARKET FUND	MONEY MARKET	41,988.62	41,988.62
CAPITAL INCOME BUILDER FD CL A	MUTUAL FUND	194,028.86	213,183.97
CAPITAL WORLD GROWTH & INCOME FND CL	MUTUAL FUND	157,976.22	205,127.05
CREDIT SUISSE COMMONDITY RETURN	MUTUAL FUND	103,223.07	82,864.40
EURO PACIFIC GROWTH FND CL A	MUTUAL FUND	67,379.10	95,377.83
FUNDAMENTAL INVESTORS INC	MUTUAL FUND	83,357.88	104,599.68
GROWTH FUND OF AMERICA INC CL A	MUTUAL FUND	75,398.40	108,036.10
INCOME FUND OF AMERICA INC CL A	MUTUAL FUND	168,821.07	214,113.18
ISHARES TR IBOXX USD INVT GRADE CORP	COMMON STOCK	71,666.76	72,495.18
ISHARES TR CORE S&P MID-CAP ETF	COMMON STOCK	94,848.50	145,347.03
ISHARES TR CORE S&P SMALL-CAP ETF	COMMON STOCK	48,590.25	75,110.30
NEW PERSPECTIVE FD INC CL A	MUTUAL FUND	76,994.86	109,984.74
NEW WORLD FD INC NEW CL A	MUTUAL FUND	67,511.10	119,914.69
SMALL CAP WORLD FD INC CL A	MUTUAL FUND	68,671.88	98,711.37
SPDR S&P 500 ETF TR TR UNIT	COMMON STOCK	321,658.94	487,255.53
SPDR SER TR BARCLAYS HIGH YIELD BD ETF	COMMON STOCK	151,262.55	147,894.75
VANGUARD BD INDEX FD IN SHORT TERM	COMMON STOCK	298,855.86	296,724.54
VANGUARD BD INDEX FD INT TOTAL BD MARK	COMMON STOCK	403,484.83	396,392.37
VANGUARD CHARLOTTE FDS TOTAL INTL	COMMON STOCK	106,998.29	109,320.47
VANGUARD INTL EQUITY INDEX FDS MSCI	COMMON STOCK	107,654.51	109,349.53
VANGUARD INDEX FDS VANGUARD REIT	COMMON STOCK	82,917.71	106,507.52
VANGUARD TAX-MANAGED INTL FD FTSE	MUTUAL FUND	302,411.72	286,860.71
WASHINGTON MUTL INVS FD INC CL A	MUTUAL FUND	75,777.52	113,898.66

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SUBTOTAL NORTHWESTERN		**3,171,478.50**	**3,741,058.22**
CASH		6,270.32	6,270.32
CMA & ML INSITIUTIONAL FUND	MONEY MARKET	726,252.00	726,252.00
BIF MONEY FUND	MONEY MARKET	23,823.00	23,823.00
ALBERMARLE CORP	COMMON STOCK	38,911.08	40,587.75
ALTRIA GROUP INC	COMMON STOCK	38,914.44	54,443.35
BLACKROCK INC	COMMON STOCK	28,754.22	47,197.92
BRISTOL-MYERS SQUIBB CO	COMMON STOCK	19,761.91	33,233.89
CARNIVAL CORP PAIRED SHS	COMMON STOCK	31,883.60	39,391.77
CHEVRON CORP	COMMON STOCK	27,549.89	28,493.72
CINN FINCL CRP OHIO	COMMON STOCK	24,118.45	33,223.03
CISCO SYSTEMS INC	COMMON STOCK	17,561.67	28,732.91
COCA COLA COM	COMMON STOCK	22,441.73	25,711.98
CONOCOPHILLIPS	COMMON STOCK	28,606.21	33,839.40
CORNING INC	COMMON STOCK	33,201.78	47,694.40
CORRECTIONS CORP OF AMER	COMMON STOCK	33,602.70	33,469.14
DOMINION RES INC NEW	COMMON STOCK	25,094.90	36,066.10
DUKE ENERGY CORP	COMMON STOCK	19,705.96	25,062.00
ELI LILLY & CO	COMMON STOCK	31,376.00	39,945.21
FEDERATED INVESTORS B	COMMON STOCK	24,191.87	38,495.17
GENERAL DYNAMICS	COMMON STOCK	24,250.50	49,405.58
HASBRO INC	COMMON STOCK	33,006.49	49,216.05
INTEL CORP	COMMON STOCK	35,984.24	53,491.46
INTL BUSINESS MACHINES	COMMON STOCK	18,858.12	15,883.56
KINDER MORGAN MANAGEMENT	COMMON STOCK	45,176.46	69,515.33
LORILLARD INC	COMMON STOCK	38,922.12	56,016.60
LOWE'S COMPANIES	COMMON STOCK	17,862.13	46,440.00
MICROSOFT CORP	COMMON STOCK	20,884.31	32,607.90
MONTPELIER RE HOLDINGS	COMMON STOCK	4,081.39	3,899.05
MORGAN STANELY CAP VIII	COMMON STOCK	12,712.18	12,898.92
NEWMARKET CORP	COMMON STOCK	19,528.21	33,089.46
PAYCHEX INC	COMMON STOCK	20,771.83	29,918.16
PFIZER INC	COMMON STOCK	33,259.44	43,859.20
PHILLIP MORRIS INTL INC	COMMON STOCK	20,804.93	19,385.10
REYNOLDS AMERICAN INC	COMMON STOCK	19,161.96	26,800.59
THE MOSAIC COMPANY	COMMON STOCK	25,826.39	26,248.75
VERIZON COMMUNICATIONS	COMMON STOCK	22,642.13	23,717.46
VORNADO REALTY TRUST	COMMON STOCK	4,062.54	4,807.00
WELLS FARGO & CO	COMMON STOCK	32,465.25	52,188.64
WINDSTREAM HOLDINGS INC	COMMON STOCK	37,329.66	30,356.16
SUBTOTAL MERRILL LYNCH		**1,689,612.01**	**2,021,678.03**
PARTICIPANT LOANS	4.25% - 5.25%		**820,995.69**
TOTAL ASSETS			**22,348,575.11**