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| <b>Form 5500</b><br><br>Department of the Treasury<br>Internal Revenue Service<br><br>Department of Labor<br>Employee Benefits Security<br>Administration<br><br>Pension Benefit Guaranty Corporation | <b>Annual Return/Report of Employee Benefit Plan</b><br><br>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).<br><br><p style="text-align: center;">▶ <b>Complete all entries in accordance with the instructions to the Form 5500.</b></p> | OMB Nos. 1210-0110<br>1210-0089<br><br><div style="text-align: center; font-size: 1.5em; font-weight: bold;">2014</div><br><br><b>This Form is Open to Public Inspection</b> |
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|----------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Part I</b>                                                                                            | <b>Annual Report Identification Information</b>                                                                                                                                                                                                                                                                                                 |
| For calendar plan year 2014 or fiscal plan year beginning <u>01/01/2014</u> and ending <u>12/31/2014</u> |                                                                                                                                                                                                                                                                                                                                                 |
| A This return/report is for:                                                                             | <input type="checkbox"/> a multiemployer plan; <input type="checkbox"/> a multiple-employer plan (Filers checking this box must attach a list of participating employer information in accordance with the form instructions); or<br><input checked="" type="checkbox"/> a single-employer plan; <input type="checkbox"/> a DFE (specify) _____ |
| B This return/report is:                                                                                 | <input type="checkbox"/> the first return/report; <input type="checkbox"/> the final return/report;<br><input type="checkbox"/> an amended return/report; <input type="checkbox"/> a short plan year return/report (less than 12 months).                                                                                                       |
| C If the plan is a collectively-bargained plan, check here. ....                                         | <input type="checkbox"/>                                                                                                                                                                                                                                                                                                                        |
| D Check box if filing under:                                                                             | <input checked="" type="checkbox"/> Form 5558; <input type="checkbox"/> automatic extension; <input type="checkbox"/> the DFVC program;<br><input type="checkbox"/> special extension (enter description)                                                                                                                                       |

|                                                                                                                                                                                                                          |                                                                                                                                                                                                                                                                                                                                             |                                                                     |                                                                  |                                                             |  |
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| <b>Part II</b>                                                                                                                                                                                                           | <b>Basic Plan Information—enter all requested information</b>                                                                                                                                                                                                                                                                               |                                                                     |                                                                  |                                                             |  |
| <b>1a</b> Name of plan<br><u>MTPCS, LLC 401(K) PROFIT SHARING PLAN &amp; TRUST</u>                                                                                                                                       | <table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 80%;"><b>1b</b> Three-digit plan number (PN) ▶</td> <td style="width: 20%; text-align: center;"><u>001</u></td> </tr> <tr> <td colspan="2"><b>1c</b> Effective date of plan<br/><u>09/01/2005</u></td> </tr> </table>                             | <b>1b</b> Three-digit plan number (PN) ▶                            | <u>001</u>                                                       | <b>1c</b> Effective date of plan<br><u>09/01/2005</u>       |  |
| <b>1b</b> Three-digit plan number (PN) ▶                                                                                                                                                                                 | <u>001</u>                                                                                                                                                                                                                                                                                                                                  |                                                                     |                                                                  |                                                             |  |
| <b>1c</b> Effective date of plan<br><u>09/01/2005</u>                                                                                                                                                                    |                                                                                                                                                                                                                                                                                                                                             |                                                                     |                                                                  |                                                             |  |
| <b>2a</b> Plan sponsor's name and address; include room or suite number (employer, if for a single-employer plan)<br><u>MTPCS, LLC</u><br><br><u>1170 DEVON PARK DRIVE</u><br><u>SUITE 104</u><br><u>WAYNE, PA 19087</u> | <table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td><b>2b</b> Employer Identification Number (EIN)<br/><u>20-2794912</u></td> </tr> <tr> <td><b>2c</b> Plan Sponsor's telephone number<br/><u>406-216-4814</u></td> </tr> <tr> <td><b>2d</b> Business code (see instructions)<br/><u>517000</u></td> </tr> </table> | <b>2b</b> Employer Identification Number (EIN)<br><u>20-2794912</u> | <b>2c</b> Plan Sponsor's telephone number<br><u>406-216-4814</u> | <b>2d</b> Business code (see instructions)<br><u>517000</u> |  |
| <b>2b</b> Employer Identification Number (EIN)<br><u>20-2794912</u>                                                                                                                                                      |                                                                                                                                                                                                                                                                                                                                             |                                                                     |                                                                  |                                                             |  |
| <b>2c</b> Plan Sponsor's telephone number<br><u>406-216-4814</u>                                                                                                                                                         |                                                                                                                                                                                                                                                                                                                                             |                                                                     |                                                                  |                                                             |  |
| <b>2d</b> Business code (see instructions)<br><u>517000</u>                                                                                                                                                              |                                                                                                                                                                                                                                                                                                                                             |                                                                     |                                                                  |                                                             |  |

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

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

|                                                                                                            |                                                   |            |                                                              |
|------------------------------------------------------------------------------------------------------------|---------------------------------------------------|------------|--------------------------------------------------------------|
| <b>SIGN HERE</b>                                                                                           | Filed with authorized/valid electronic signature. | 10/07/2015 | JEAN MURRAY                                                  |
|                                                                                                            | Signature of plan administrator                   | Date       | Enter name of individual signing as plan administrator       |
| <b>SIGN HERE</b>                                                                                           |                                                   |            |                                                              |
|                                                                                                            | Signature of employer/plan sponsor                | Date       | Enter name of individual signing as employer or plan sponsor |
| <b>SIGN HERE</b>                                                                                           |                                                   |            |                                                              |
|                                                                                                            | 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)                       |

|                                                                                                                                                                                                                                                                                                                                                                                                                            |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>3a</b> Plan administrator's name and address <input checked="" type="checkbox"/> Same as Plan Sponsor                                                                                                                                                                                                                                                                                                                   | <b>3b</b> Administrator's EIN<br><br><b>3c</b> Administrator's telephone number<br><br><div style="background-color: #cccccc; height: 40px; width: 100%;"></div>                                                                                                                                                                                                                                                                                                                                  |
| <b>4</b> 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:<br><b>a</b> Sponsor's name                                                                                                                                                                                                          | <b>4b</b> EIN<br><br><b>4c</b> PN                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |
| <b>5</b> Total number of participants at the beginning of the plan year                                                                                                                                                                                                                                                                                                                                                    | <b>5</b> 319                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| <b>6</b> Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines <b>6a(1)</b> , <b>6a(2)</b> , <b>6b</b> , <b>6c</b> , and <b>6d</b> ).                                                                                                                                                                                                                           |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |
| <b>a(1)</b> Total number of active participants at the beginning of the plan year .....                                                                                                                                                                                                                                                                                                                                    | <b>6a(1)</b> 245                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |
| <b>a(2)</b> Total number of active participants at the end of the plan year .....                                                                                                                                                                                                                                                                                                                                          | <b>6a(2)</b> 144                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |
| <b>b</b> Retired or separated participants receiving benefits .....                                                                                                                                                                                                                                                                                                                                                        | <b>6b</b> 0                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
| <b>c</b> Other retired or separated participants entitled to future benefits.....                                                                                                                                                                                                                                                                                                                                          | <b>6c</b> 83                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| <b>d</b> Subtotal. Add lines <b>6a(2)</b> , <b>6b</b> , and <b>6c</b> . ....                                                                                                                                                                                                                                                                                                                                               | <b>6d</b> 227                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| <b>e</b> Deceased participants whose beneficiaries are receiving or are entitled to receive benefits. ....                                                                                                                                                                                                                                                                                                                 | <b>6e</b> 0                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
| <b>f</b> Total. Add lines <b>6d</b> and <b>6e</b> . ....                                                                                                                                                                                                                                                                                                                                                                   | <b>6f</b> 227                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| <b>g</b> Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item) .....                                                                                                                                                                                                                                                                            | <b>6g</b> 171                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| <b>h</b> Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....                                                                                                                                                                                                                                                                                 | <b>6h</b> 0                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
| <b>7</b> Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item).....                                                                                                                                                                                                                                                                                        | <b>7</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |
| <b>8a</b> If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions:<br>2E 2F 2G 2J 2K 2T 3D                                                                                                                                                                                                                                       |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |
| <b>b</b> If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:                                                                                                                                                                                                                                                                |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |
| <b>9a</b> Plan funding arrangement (check all that apply)<br>(1) <input type="checkbox"/> Insurance<br>(2) <input type="checkbox"/> Code section 412(e)(3) insurance contracts<br>(3) <input checked="" type="checkbox"/> Trust<br>(4) <input type="checkbox"/> General assets of the sponsor                                                                                                                              | <b>9b</b> Plan benefit arrangement (check all that apply)<br>(1) <input type="checkbox"/> Insurance<br>(2) <input type="checkbox"/> Code section 412(e)(3) insurance contracts<br>(3) <input checked="" type="checkbox"/> Trust<br>(4) <input type="checkbox"/> General assets of the sponsor                                                                                                                                                                                                     |
| <b>10</b> Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)                                                                                                                                                                                                                                                          |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |
| <b>a Pension Schedules</b><br>(1) <input checked="" type="checkbox"/> <b>R</b> (Retirement Plan Information)<br><br>(2) <input type="checkbox"/> <b>MB</b> (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary<br><br>(3) <input type="checkbox"/> <b>SB</b> (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary | <b>b General Schedules</b><br>(1) <input checked="" type="checkbox"/> <b>H</b> (Financial Information)<br>(2) <input type="checkbox"/> <b>I</b> (Financial Information – Small Plan)<br>(3) <input type="checkbox"/> <b>A</b> (Insurance Information)<br>(4) <input checked="" type="checkbox"/> <b>C</b> (Service Provider Information)<br>(5) <input type="checkbox"/> <b>D</b> (DFE/Participating Plan Information)<br>(6) <input type="checkbox"/> <b>G</b> (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 \_\_\_\_\_

|                                                                                                                                                                                                                           |                                                                                                                                                                                                                        |                                                |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------|
| <b>SCHEDULE C</b><br><b>(Form 5500)</b><br><br>Department of the Treasury<br>Internal Revenue Service<br><br>Department of Labor<br>Employee Benefits Security Administration<br><br>Pension Benefit Guaranty Corporation | <b>Service Provider Information</b><br><br>This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).<br><br>▶ <b>File as an attachment to Form 5500.</b> | OMB No. 1210-0110                              |
|                                                                                                                                                                                                                           |                                                                                                                                                                                                                        | <b>2014</b>                                    |
|                                                                                                                                                                                                                           |                                                                                                                                                                                                                        | <b>This Form is Open to Public Inspection.</b> |

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

|                                                                             |                                                             |     |
|-----------------------------------------------------------------------------|-------------------------------------------------------------|-----|
| <b>A</b> Name of plan<br>MTPCS, LLC 401(K) PROFIT SHARING PLAN & TRUST      | <b>B</b> Three-digit plan number (PN) ▶                     | 001 |
|                                                                             |                                                             |     |
| <b>C</b> Plan sponsor's name as shown on line 2a of Form 5500<br>MTPCS, LLC | <b>D</b> Employer Identification Number (EIN)<br>20-2794912 |     |

|               |                                                        |
|---------------|--------------------------------------------------------|
| <b>Part I</b> | <b>Service Provider Information (see instructions)</b> |
|---------------|--------------------------------------------------------|

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

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

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

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

|                                                                                                                   |
|-------------------------------------------------------------------------------------------------------------------|
| <b>(b)</b> Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation |
| THE VANGUARD GROUP, INC                                                                                           |
| 23-1945930                                                                                                        |

|                                                                                                                   |
|-------------------------------------------------------------------------------------------------------------------|
| <b>(b)</b> Enter name and EIN or address of person who provided you disclosure on eligible indirect compensation  |
|                                                                                                                   |
| <b>(b)</b> Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation |
|                                                                                                                   |

|                                                                                                                   |
|-------------------------------------------------------------------------------------------------------------------|
| <b>(b)</b> Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation |
|                                                                                                                   |

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

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

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

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**(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)

TFS ADVISORY SERVICES

22-2825878

| (b)<br>Service Code(s) | (c)<br>Relationship to employer, employee organization, or person known to be a party-in-interest | (d)<br>Enter direct compensation paid by the plan. If none, enter -0-. | (e)<br>Did service provider receive indirect compensation? (sources other than plan or plan sponsor) | (f)<br>Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures? | (g)<br>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)<br>Did the service provider give you a formula instead of an amount or estimated amount? |
|------------------------|---------------------------------------------------------------------------------------------------|------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------|
| 27 50                  | NONE                                                                                              | 19607                                                                  | Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>                                  | Yes <input type="checkbox"/> No <input type="checkbox"/>                                                                       |                                                                                                                                                                                 | Yes <input type="checkbox"/> No <input type="checkbox"/>                                     |

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

THE VANGUARD GROUP, INC.

23-1945930

| (b)<br>Service Code(s) | (c)<br>Relationship to employer, employee organization, or person known to be a party-in-interest | (d)<br>Enter direct compensation paid by the plan. If none, enter -0-. | (e)<br>Did service provider receive indirect compensation? (sources other than plan or plan sponsor) | (f)<br>Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures? | (g)<br>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)<br>Did the service provider give you a formula instead of an amount or estimated amount? |
|------------------------|---------------------------------------------------------------------------------------------------|------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------|
| 52 64 68 99 50 15      | NONE                                                                                              | 15307                                                                  | Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>                                  | Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>                                                            | 0                                                                                                                                                                               | Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>                          |

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

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

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

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

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

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

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

**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<br>(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<br>(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<br>(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 |
|--------------------------------------------------------------------------|-------------------------------|-------------------------------------------------------------------------------------|
|                                                                          |                               |                                                                                     |
|                                                                          |                               |                                                                                     |
|                                                                          |                               |                                                                                     |
|                                                                          |                               |                                                                                     |
|                                                                          |                               |                                                                                     |
|                                                                          |                               |                                                                                     |
|                                                                          |                               |                                                                                     |
|                                                                          |                               |                                                                                     |
|                                                                          |                               |                                                                                     |
|                                                                          |                               |                                                                                     |
|                                                                          |                               |                                                                                     |

**Part III** **Termination Information on Accountants and Enrolled Actuaries (see instructions)**  
(complete as many entries as needed)

|                    |                     |
|--------------------|---------------------|
| <b>a</b> Name:     | <b>b</b> EIN:       |
| <b>c</b> Position: |                     |
| <b>d</b> Address:  | <b>e</b> Telephone: |
|                    |                     |

Explanation:

|                    |                     |
|--------------------|---------------------|
| <b>a</b> Name:     | <b>b</b> EIN:       |
| <b>c</b> Position: |                     |
| <b>d</b> Address:  | <b>e</b> Telephone: |
|                    |                     |

Explanation:

|                    |                     |
|--------------------|---------------------|
| <b>a</b> Name:     | <b>b</b> EIN:       |
| <b>c</b> Position: |                     |
| <b>d</b> Address:  | <b>e</b> Telephone: |
|                    |                     |

Explanation:

|                    |                     |
|--------------------|---------------------|
| <b>a</b> Name:     | <b>b</b> EIN:       |
| <b>c</b> Position: |                     |
| <b>d</b> Address:  | <b>e</b> Telephone: |
|                    |                     |

Explanation:

|                    |                     |
|--------------------|---------------------|
| <b>a</b> Name:     | <b>b</b> EIN:       |
| <b>c</b> Position: |                     |
| <b>d</b> Address:  | <b>e</b> Telephone: |
|                    |                     |

Explanation:

|                                                                                                                                                                                                                           |                                                                                                                                                                                                                                                                              |                                                                                           |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------|
| <b>SCHEDULE H</b><br><b>(Form 5500)</b><br><br>Department of the Treasury<br>Internal Revenue Service<br><br>Department of Labor<br>Employee Benefits Security Administration<br><br>Pension Benefit Guaranty Corporation | <b>Financial Information</b><br><br>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).<br><br><b>► File as an attachment to Form 5500.</b> | OMB No. 1210-0110<br><br><b>2014</b><br><br><b>This Form is Open to Public Inspection</b> |
| For calendar plan year 2014 or fiscal plan year beginning <u>01/01/2014</u> and ending <u>12/31/2014</u>                                                                                                                  |                                                                                                                                                                                                                                                                              |                                                                                           |
| <b>A</b> Name of plan<br><u>MTPCS, LLC 401(K) PROFIT SHARING PLAN &amp; TRUST</u>                                                                                                                                         |                                                                                                                                                                                                                                                                              | <b>B</b> Three-digit plan number (PN) <span style="float: right;">►</span> <u>001</u>     |
| <b>C</b> Plan sponsor's name as shown on line 2a of Form 5500<br><u>MTPCS, LLC</u>                                                                                                                                        |                                                                                                                                                                                                                                                                              | <b>D</b> Employer Identification Number (EIN)<br><u>20-2794912</u>                        |

| Part I                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | Asset and Liability Statement |                                                     |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------|-----------------------------------------------------|
| <b>1</b> 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. <b>Round off amounts to the nearest dollar.</b> 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. |                               |                                                     |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | <b>Assets</b>                 | <b>(a)</b> Beginning of Year <b>(b)</b> End of Year |
| <b>a</b> Total noninterest-bearing cash .....                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             | <b>1a</b>                     |                                                     |
| <b>b</b> Receivables (less allowance for doubtful accounts):                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |                               |                                                     |
| <b>(1)</b> Employer contributions.....                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | <b>1b(1)</b>                  |                                                     |
| <b>(2)</b> Participant contributions.....                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | <b>1b(2)</b>                  |                                                     |
| <b>(3)</b> Other.....                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | <b>1b(3)</b>                  |                                                     |
| <b>c</b> General investments:                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |                               |                                                     |
| <b>(1)</b> Interest-bearing cash (include money market accounts & certificates of deposit).....                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | <b>1c(1)</b>                  |                                                     |
| <b>(2)</b> U.S. Government securities .....                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | <b>1c(2)</b>                  |                                                     |
| <b>(3)</b> Corporate debt instruments (other than employer securities):                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                               |                                                     |
| <b>(A)</b> Preferred .....                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | <b>1c(3)(A)</b>               |                                                     |
| <b>(B)</b> All other .....                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | <b>1c(3)(B)</b>               |                                                     |
| <b>(4)</b> Corporate stocks (other than employer securities):                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |                               |                                                     |
| <b>(A)</b> Preferred .....                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | <b>1c(4)(A)</b>               |                                                     |
| <b>(B)</b> Common.....                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | <b>1c(4)(B)</b>               |                                                     |
| <b>(5)</b> Partnership/joint venture interests .....                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      | <b>1c(5)</b>                  |                                                     |
| <b>(6)</b> Real estate (other than employer real property).....                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | <b>1c(6)</b>                  |                                                     |
| <b>(7)</b> Loans (other than to participants) .....                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       | <b>1c(7)</b>                  |                                                     |
| <b>(8)</b> Participant loans.....                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         | <b>1c(8)</b>                  | 11479 6704                                          |
| <b>(9)</b> Value of interest in common/collective trusts .....                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            | <b>1c(9)</b>                  |                                                     |
| <b>(10)</b> Value of interest in pooled separate accounts .....                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | <b>1c(10)</b>                 |                                                     |
| <b>(11)</b> Value of interest in master trust investment accounts .....                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | <b>1c(11)</b>                 |                                                     |
| <b>(12)</b> Value of interest in 103-12 investment entities.....                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | <b>1c(12)</b>                 |                                                     |
| <b>(13)</b> Value of interest in registered investment companies (e.g., mutual funds).....                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | <b>1c(13)</b>                 | 7708072 8006287                                     |
| <b>(14)</b> Value of funds held in insurance company general account (unallocated contracts).....                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         | <b>1c(14)</b>                 |                                                     |
| <b>(15)</b> Other.....                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | <b>1c(15)</b>                 |                                                     |

**1d** Employer-related investments:

|                                                                      |              | (a) Beginning of Year | (b) End of Year |
|----------------------------------------------------------------------|--------------|-----------------------|-----------------|
| (1) Employer securities .....                                        | <b>1d(1)</b> |                       |                 |
| (2) Employer real property .....                                     | <b>1d(2)</b> |                       |                 |
| <b>e</b> Buildings and other property used in plan operation .....   | <b>1e</b>    |                       |                 |
| <b>f</b> Total assets (add all amounts in lines 1a through 1e) ..... | <b>1f</b>    | 7719551               | 8012991         |

**Liabilities**

|                                                                           |           |   |   |
|---------------------------------------------------------------------------|-----------|---|---|
| <b>g</b> Benefit claims payable .....                                     | <b>1g</b> |   |   |
| <b>h</b> Operating payables .....                                         | <b>1h</b> |   |   |
| <b>i</b> Acquisition indebtedness .....                                   | <b>1i</b> |   |   |
| <b>j</b> Other liabilities .....                                          | <b>1j</b> |   |   |
| <b>k</b> Total liabilities (add all amounts in lines 1g through 1j) ..... | <b>1k</b> | 0 | 0 |

**Net Assets**

|                                                           |           |         |         |
|-----------------------------------------------------------|-----------|---------|---------|
| <b>l</b> Net assets (subtract line 1k from line 1f) ..... | <b>1l</b> | 7719551 | 8012991 |
|-----------------------------------------------------------|-----------|---------|---------|

**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 |
|------------------------------------------------------------------------------------------------------------|-----------------|------------|-----------|
| <b>a Contributions:</b>                                                                                    |                 |            |           |
| (1) Received or receivable in cash from: <b>(A)</b> Employers .....                                        | <b>2a(1)(A)</b> | 301510     |           |
| <b>(B)</b> Participants .....                                                                              | <b>2a(1)(B)</b> | 525811     |           |
| <b>(C)</b> Others (including rollovers) .....                                                              | <b>2a(1)(C)</b> | 29752      |           |
| (2) Noncash contributions .....                                                                            | <b>2a(2)</b>    |            |           |
| (3) Total contributions. Add lines <b>2a(1)(A)</b> , <b>(B)</b> , <b>(C)</b> , and line <b>2a(2)</b> ..... | <b>2a(3)</b>    |            | 857073    |
| <b>b Earnings on investments:</b>                                                                          |                 |            |           |
| (1) Interest:                                                                                              |                 |            |           |
| <b>(A)</b> Interest-bearing cash (including money market accounts and certificates of deposit) .....       | <b>2b(1)(A)</b> |            |           |
| <b>(B)</b> U.S. Government securities .....                                                                | <b>2b(1)(B)</b> |            |           |
| <b>(C)</b> Corporate debt instruments .....                                                                | <b>2b(1)(C)</b> |            |           |
| <b>(D)</b> Loans (other than to participants) .....                                                        | <b>2b(1)(D)</b> |            |           |
| <b>(E)</b> Participant loans .....                                                                         | <b>2b(1)(E)</b> | 744        |           |
| <b>(F)</b> Other .....                                                                                     | <b>2b(1)(F)</b> |            |           |
| (G) Total interest. Add lines <b>2b(1)(A)</b> through <b>(F)</b> .....                                     | <b>2b(1)(G)</b> |            | 744       |
| (2) Dividends: <b>(A)</b> Preferred stock .....                                                            | <b>2b(2)(A)</b> |            |           |
| <b>(B)</b> Common stock .....                                                                              | <b>2b(2)(B)</b> |            |           |
| <b>(C)</b> Registered investment company shares (e.g. mutual funds) .....                                  | <b>2b(2)(C)</b> | 147693     |           |
| (D) Total dividends. Add lines <b>2b(2)(A)</b> , <b>(B)</b> , and <b>(C)</b> .....                         | <b>2b(2)(D)</b> |            | 147693    |
| (3) Rents .....                                                                                            | <b>2b(3)</b>    |            |           |
| (4) Net gain (loss) on sale of assets: <b>(A)</b> Aggregate proceeds .....                                 | <b>2b(4)(A)</b> |            |           |
| <b>(B)</b> Aggregate carrying amount (see instructions) .....                                              | <b>2b(4)(B)</b> |            |           |
| <b>(C)</b> Subtract line <b>2b(4)(B)</b> from line <b>2b(4)(A)</b> and enter result .....                  | <b>2b(4)(C)</b> |            | 0         |
| (5) Unrealized appreciation (depreciation) of assets: <b>(A)</b> Real estate .....                         | <b>2b(5)(A)</b> |            |           |
| <b>(B)</b> Other .....                                                                                     | <b>2b(5)(B)</b> |            |           |
| (C) Total unrealized appreciation of assets. Add lines <b>2b(5)(A)</b> and <b>(B)</b> .....                | <b>2b(5)(C)</b> |            | 0         |

|                                                                                                |        | (a) Amount | (b) Total |
|------------------------------------------------------------------------------------------------|--------|------------|-----------|
| (6) Net investment gain (loss) from common/collective trusts.....                              | 2b(6)  |            |           |
| (7) Net investment gain (loss) from pooled separate accounts.....                              | 2b(7)  |            |           |
| (8) Net investment gain (loss) from master trust investment accounts.....                      | 2b(8)  |            |           |
| (9) Net investment gain (loss) from 103-12 investment entities.....                            | 2b(9)  |            |           |
| (10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)..... | 2b(10) |            | 384727    |
| c Other income.....                                                                            | 2c     |            |           |
| d Total income. Add all <b>income</b> amounts in column (b) and enter total.....               | 2d     |            | 1390237   |

**Expenses**

|                                                                                     |       |         |         |
|-------------------------------------------------------------------------------------|-------|---------|---------|
| e Benefit payment and payments to provide benefits:                                 |       |         |         |
| (1) Directly to participants or beneficiaries, including direct rollovers.....      | 2e(1) | 1061883 |         |
| (2) To insurance carriers for the provision of benefits.....                        | 2e(2) |         |         |
| (3) Other.....                                                                      | 2e(3) |         |         |
| (4) Total benefit payments. Add lines 2e(1) through (3).....                        | 2e(4) |         | 1061883 |
| f Corrective distributions (see instructions).....                                  | 2f    |         |         |
| g Certain deemed distributions of participant loans (see instructions).....         | 2g    |         |         |
| h Interest expense.....                                                             | 2h    |         |         |
| i Administrative expenses: (1) Professional fees.....                               | 2i(1) |         |         |
| (2) Contract administrator fees.....                                                | 2i(2) | 15307   |         |
| (3) Investment advisory and management fees.....                                    | 2i(3) | 19607   |         |
| (4) Other.....                                                                      | 2i(4) |         |         |
| (5) Total administrative expenses. Add lines 2i(1) through (4).....                 | 2i(5) |         | 34914   |
| j Total expenses. Add all <b>expense</b> amounts in column (b) and enter total..... | 2j    |         | 1096797 |

**Net Income and Reconciliation**

|                                                         |       |  |        |
|---------------------------------------------------------|-------|--|--------|
| k Net income (loss). Subtract line 2j from line 2d..... | 2k    |  | 293440 |
| l Transfers of assets:                                  |       |  |        |
| (1) To this plan.....                                   | 2l(1) |  |        |
| (2) From this plan.....                                 | 2l(2) |  |        |

**Part III Accountant's Opinion**

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

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

(1) ☐ Unqualified (2) ☐ Qualified (3) ☒ Disclaimer (4) ☐ Adverse

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

☒ Yes ☐ No

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

(1) Name: JCCS CERTIFIED PUBLIC ACCOUNTANTS

(2) EIN: 81-0348775

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

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

**Part IV Compliance Questions**

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

During the plan year:

- a** Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.).....
- b** Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.).....

|    | Yes | No | Amount |
|----|-----|----|--------|
| 4a |     | X  |        |
| 4b |     | X  |        |

|                                                                                                                                                                                                                               | Yes | No | Amount |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|----|--------|
| <b>c</b> Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.) .....                                          |     | X  |        |
| <b>4c</b>                                                                                                                                                                                                                     |     |    |        |
| <b>d</b> Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.) .....                               |     | X  |        |
| <b>4d</b>                                                                                                                                                                                                                     |     |    |        |
| <b>e</b> Was this plan covered by a fidelity bond? .....                                                                                                                                                                      | X   |    | 800629 |
| <b>4e</b>                                                                                                                                                                                                                     |     |    |        |
| <b>f</b> Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty? .....                                                                                       |     | X  |        |
| <b>4f</b>                                                                                                                                                                                                                     |     |    |        |
| <b>g</b> Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser? .....                                                    |     | X  |        |
| <b>4g</b>                                                                                                                                                                                                                     |     |    |        |
| <b>h</b> Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser? .....                                          |     | X  |        |
| <b>4h</b>                                                                                                                                                                                                                     |     |    |        |
| <b>i</b> Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.) .....                                                                | X   |    |        |
| <b>4i</b>                                                                                                                                                                                                                     |     |    |        |
| <b>j</b> Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.) ..... |     | X  |        |
| <b>4j</b>                                                                                                                                                                                                                     |     |    |        |
| <b>k</b> Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC? .....                                                           |     | X  |        |
| <b>4k</b>                                                                                                                                                                                                                     |     |    |        |
| <b>l</b> Has the plan failed to provide any benefit when due under the plan? .....                                                                                                                                            |     | X  |        |
| <b>4l</b>                                                                                                                                                                                                                     |     |    |        |
| <b>m</b> If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.) .....                                                                                                  |     | X  |        |
| <b>4m</b>                                                                                                                                                                                                                     |     |    |        |
| <b>n</b> 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. ....                                      |     |    |        |
| <b>4n</b>                                                                                                                                                                                                                     |     |    |        |

**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)

|                         |                       |
|-------------------------|-----------------------|
| <b>6a</b> Name of trust | <b>6b</b> Trust's EIN |
|                         |                       |

|                                                                                                                                                                                                                           |                                                                                                                                                                                                                                                                                            |                                                                                            |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------|
| <b>SCHEDULE R</b><br><b>(Form 5500)</b><br><br>Department of the Treasury<br>Internal Revenue Service<br><br>Department of Labor<br>Employee Benefits Security Administration<br><br>Pension Benefit Guaranty Corporation | <b>Retirement Plan Information</b><br><br>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).<br><br>▶ <b>File as an attachment to Form 5500.</b> | OMB No. 1210-0110<br><br><b>2014</b><br><br><b>This Form is Open to Public Inspection.</b> |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------|

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

|                                                                                    |                                                                    |
|------------------------------------------------------------------------------------|--------------------------------------------------------------------|
| <b>A</b> Name of plan<br><u>MTPCS, LLC 401(K) PROFIT SHARING PLAN &amp; TRUST</u>  | <b>B</b> Three-digit plan number (PN) ▶<br><u>001</u>              |
| <b>C</b> Plan sponsor's name as shown on line 2a of Form 5500<br><u>MTPCS, LLC</u> | <b>D</b> Employer Identification Number (EIN)<br><u>20-2794912</u> |

|               |                      |
|---------------|----------------------|
| <b>Part I</b> | <b>Distributions</b> |
|---------------|----------------------|

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

|                                                                                                                                                                                                                                                                    |          |          |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|----------|
| <b>1</b> Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....                                                                                                                              | <b>1</b> | <u>0</u> |
| <b>2</b> 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):<br><br>EIN(s): <u>45-0404698</u> |          |          |
| <b>Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.</b>                                                                                                                                                                                            |          |          |
| <b>3</b> Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year.....                                                                                                                                    | <b>3</b> |          |

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

|                                                                                                                                                                                                                                                                                                                                                                           |                              |                             |                              |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------|-----------------------------|------------------------------|
| <b>4</b> Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)?.....                                                                                                                                                                                                                                                       | <input type="checkbox"/> Yes | <input type="checkbox"/> No | <input type="checkbox"/> N/A |
| <b>If the plan is a defined benefit plan, go to line 8.</b>                                                                                                                                                                                                                                                                                                               |                              |                             |                              |
| <b>5</b> 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. <b>Date:</b> Month _____ Day _____ Year _____<br><b>If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.</b> |                              |                             |                              |
| <b>6 a</b> Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived).....                                                                                                                                                                                                                             | <b>6a</b>                    |                             |                              |
| <b>b</b> Enter the amount contributed by the employer to the plan for this plan year.....                                                                                                                                                                                                                                                                                 | <b>6b</b>                    |                             |                              |
| <b>c</b> 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) .....                                                                                                                                                                                                                          | <b>6c</b>                    |                             |                              |
| <b>If you completed line 6c, skip lines 8 and 9.</b>                                                                                                                                                                                                                                                                                                                      |                              |                             |                              |
| <b>7</b> Will the minimum funding amount reported on line 6c be met by the funding deadline?.....                                                                                                                                                                                                                                                                         | <input type="checkbox"/> Yes | <input type="checkbox"/> No | <input type="checkbox"/> N/A |
| <b>8</b> 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?.....                                                                                                | <input type="checkbox"/> Yes | <input type="checkbox"/> No | <input type="checkbox"/> N/A |

|                 |                   |
|-----------------|-------------------|
| <b>Part III</b> | <b>Amendments</b> |
|-----------------|-------------------|

|                                                                                                                                                                                                                            |                                   |                                   |                               |                             |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------|-----------------------------------|-------------------------------|-----------------------------|
| <b>9</b> 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..... | <input type="checkbox"/> Increase | <input type="checkbox"/> Decrease | <input type="checkbox"/> Both | <input type="checkbox"/> No |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------|-----------------------------------|-------------------------------|-----------------------------|

|                |                                                                                                                                                   |
|----------------|---------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Part IV</b> | <b>ESOPs</b> (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. |
|----------------|---------------------------------------------------------------------------------------------------------------------------------------------------|

|                                                                                                                                                                                             |                              |                             |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------|-----------------------------|
| <b>10</b> Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan? .....                                                     | <input type="checkbox"/> Yes | <input type="checkbox"/> No |
| <b>11 a</b> Does the ESOP hold any preferred stock? .....                                                                                                                                   | <input type="checkbox"/> Yes | <input type="checkbox"/> No |
| <b>b</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.)..... | <input type="checkbox"/> Yes | <input type="checkbox"/> No |
| <b>12</b> Does the ESOP hold any stock that is not readily tradable on an established securities market? .....                                                                              | <input type="checkbox"/> Yes | <input type="checkbox"/> 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:

|                                                                          |            |  |
|--------------------------------------------------------------------------|------------|--|
| <b>a</b> The current year .....                                          | <b>14a</b> |  |
| <b>b</b> The plan year immediately preceding the current plan year ..... | <b>14b</b> |  |
| <b>c</b> The second preceding plan year .....                            | <b>14c</b> |  |

- 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:

|                                                                                                       |            |  |
|-------------------------------------------------------------------------------------------------------|------------|--|
| <b>a</b> The corresponding number for the plan year immediately preceding the current plan year ..... | <b>15a</b> |  |
| <b>b</b> The corresponding number for the second preceding plan year .....                            | <b>15b</b> |  |

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

|                                                                                                                                                                        |            |  |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------|--|
| <b>a</b> Enter the number of employers who withdrew during the preceding plan year .....                                                                               | <b>16a</b> |  |
| <b>b</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 ..... | <b>16b</b> |  |

- 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): \_\_\_\_\_

**MTPCS, LLC**  
**401(k) PROFIT SHARING PLAN & TRUST**

**AUDITED FINANCIAL STATEMENTS**  
**With Supplemental Information**

**December 31, 2014 and 2013**



**Junkermier • Clark**  
**Campanella • Stevens • P.C.**

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Certified Public Accountants and Business Advisors

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**MTPCS, LLC 401(K) PROFIT SHARING PLAN & TRUST  
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**SUPPLEMENTAL INFORMATION**

Schedule of assets (held at end of year)

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**Junkermier · Clark  
Campanella · Stevens · P.C.**

Certified Public Accountants and Business Advisors

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**To the Administrative Committee of the  
MTPCS, LLC 401(k) Profit Sharing Plan & Trust  
Great Falls, Montana**

## **INDEPENDENT AUDITORS' REPORT**

### **Report on the Financial Statements**

We were engaged to audit the accompanying financial statements of the MTPCS, LLC 401(k) Profit Sharing Plan & Trust, which comprise the statements of net assets available for benefits as of December 31, 2014 and 2013, and the related statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

### **Management's Responsibility for the Financial Statements**

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

### **Auditors' Responsibility**

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

### **Basis for Disclaimer of Opinion**

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 3, which was certified by Ascensus Trust Company and Frontier Trust Company as of December 31, 2014 and 2013, respectively, the trustee of the Plan assets, except for comparing the information with the related information included in the financial statements and supplemental schedule. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certification from the trustee as of and for the years ended December 31, 2014 and 2013, that the information provided to the plan administrator by the trustee is complete and accurate.

**Disclaimer of Opinion**

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

**Other Matter**

The supplemental Schedule of Assets (Held At End of Year) as of December 31, 2014, is required by the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and is presented for the purpose of additional analysis and are not a required part of the financial statements. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on the supplemental schedule referred to above.

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

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

*Junkermier, Clark, Campanella, Stenens, P.C.*

Great Falls, Montana  
September 25, 2015

**MTPCS, LLC 401(K) PROFIT SHARING PLAN & TRUST**  
**STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS**

|                                                                                                   | <b>December 31</b>                |                                   |
|---------------------------------------------------------------------------------------------------|-----------------------------------|-----------------------------------|
|                                                                                                   | <b><u>2014</u></b>                | <b><u>2013</u></b>                |
| <b>ASSETS</b>                                                                                     |                                   |                                   |
| Investments, at fair value                                                                        |                                   |                                   |
| Exchange traded funds                                                                             | \$ 49,818                         | \$ 63,140                         |
| Mutual funds                                                                                      | 7,678,515                         | 7,382,828                         |
| Stable value fund                                                                                 | <u>288,504</u>                    | <u>265,666</u>                    |
| Total investments                                                                                 | <u>8,016,837</u>                  | <u>7,711,634</u>                  |
| <br>Notes receivable from participants                                                            | <br><u>6,704</u>                  | <br><u>11,481</u>                 |
| Total assets                                                                                      | <u>8,023,541</u>                  | <u>7,723,115</u>                  |
| <b>NET ASSETS REFLECTING INVESTMENTS AT FAIR VALUE</b>                                            | 8,023,541                         | 7,723,115                         |
| <br>Adjustment from fair value to contract value for fully benefit-responsive investment contract | <br><u>(10,550)</u>               | <br><u>(3,564)</u>                |
| <b>NET ASSETS AVAILABLE FOR BENEFITS</b>                                                          | <b><u><u>\$ 8,012,991</u></u></b> | <b><u><u>\$ 7,719,551</u></u></b> |

**MTPCS, LLC 401(K) PROFIT SHARING PLAN & TRUST**  
**STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS**

|                                                 | <b>December 31</b>         |                            |
|-------------------------------------------------|----------------------------|----------------------------|
|                                                 | <b>2014</b>                | <b>2013</b>                |
| <b>ADDITIONS</b>                                |                            |                            |
| <b>Additions to net assets attributable to:</b> |                            |                            |
| Investment income                               |                            |                            |
| Net appreciation in fair value of investments   | \$ 384,727                 | \$ 1,077,975               |
| Dividends                                       | <u>147,693</u>             | <u>131,925</u>             |
| Total investment income                         | <u>532,420</u>             | <u>1,209,900</u>           |
| Interest on notes receivable from participants  | <u>744</u>                 | <u>962</u>                 |
| Contributions                                   |                            |                            |
| Employer match contributions                    | 301,510                    | 331,253                    |
| Participant elective deferrals                  | 525,811                    | 565,980                    |
| Participant rollovers                           | <u>29,752</u>              | <u>-</u>                   |
| Total contributions                             | <u>857,073</u>             | <u>897,233</u>             |
| Total additions                                 | <u>1,390,237</u>           | <u>2,108,095</u>           |
| <b>DEDUCTIONS</b>                               |                            |                            |
| Benefits paid to participants                   | 1,061,883                  | 804,225                    |
| Administrative expenses                         | 34,914                     | 3,139                      |
| Contract administrator fees                     | -                          | 13,339                     |
| Investment advisor and management fees          | <u>-</u>                   | <u>20,182</u>              |
| Total deductions                                | <u>1,096,797</u>           | <u>840,885</u>             |
| <b>NET INCREASE</b>                             | 293,440                    | 1,267,210                  |
| <b>Net assets available for benefits</b>        |                            |                            |
| Beginning of year                               | <u>7,719,551</u>           | <u>6,452,341</u>           |
| End of year                                     | <u><u>\$ 8,012,991</u></u> | <u><u>\$ 7,719,551</u></u> |

See accompanying notes and the independent auditors' report.

**NOTES TO FINANCIAL STATEMENTS**  
**December 31, 2014 and 2013**

**1. DESCRIPTION OF THE PLAN**

The following brief description of the MTPCS, LLC 401(k) Profit Sharing Plan & Trust (the Plan) provides only general information. Participants should refer to the Plan Document and Summary Plan Description (SPD) for a more complete description of the Plan's provisions.

*General*

MTPCS, LLC (the "Company") established the Plan effective September 1, 2005. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). The plan executed its Economic Growth and Tax Relief and Reconciliation Act (EGTRRA) restated Plan document on April 26, 2009. It has been updated to include the amendments required for the final §415 regulations, Pension Protection Act, HEART Act and WRERA.

Effective December 31, 2011, the MTPCS, LLC 401(k) Profit Sharing Plan & Trust entered into an agreement with the Broadpoint 401(k) Plan in which all assets of the Broadpoint 401(k) Plan were transferred and assigned directly to the MTPCS, LLC 401(k) Profit Sharing Plan & Trust.

*Plan Administration*

The Plan is administered by the Trustees. The Trustees contract with a third-party administration firm to perform recordkeeping responsibilities, and an investment consultant and advisor for investment advisory services. All funds that are contributed to the Plan are held for the benefit of the participants.

*Funding Policy*

The Plan is a defined contribution plan covering all employees of the Company who have attained the age of 18 and have been employed by the Company for six months. The plan excludes collectively bargained employees and non-resident aliens. Eligible employees may enter the plan on the first day of the month following satisfaction of the eligibility requirements. Transfers of investments from one fund to another fund are allowed daily using online accounts. Participants may direct contributions to investment funds in increments of their total contribution.

1. Employee contributions: Participant contributions are made through payroll deduction. Participants may contribute up to 100% of defined earnings, as limited by §402(g) of the Internal Revenue Code. Participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions.
2. Employer safe harbor match contributions: A safe harbor matching contribution will be made to eligible participants equal to 100% of elective deferrals that do not exceed 3% of compensation, plus 50% of the deferrals that exceed 3% of compensation but do not exceed 5% of compensation. The Company made safe harbor matching contributions of \$301,510 and \$331,253 and for the years ended December 31, 2014 and 2013, respectively.
3. Employer discretionary contributions: The Company may make discretionary contributions in the same proportion that each participant's compensation for the plan year compares to the total compensation for the plan year. A participant must be employed on the last day of the plan year and have completed 1,000 hours of service in order to receive a discretionary contribution. There were no discretionary contributions for the years ended December 31, 2014 or 2013.

**MTPCS, LLC 401(K) PROFIT SHARING PLAN & TRUST**  
**NOTES TO FINANCIAL STATEMENTS (Continued)**  
**December 31, 2014 and 2013**

**1. DESCRIPTION OF THE PLAN (Continued)**

*Participant Accounts*

Participants in the plan have segregated accounts in the name of the trust. Each participant's account is credited with the participant's elective deferral contributions and employer matching contributions. Participant accounts are charged with an allocation of administrative expenses that are paid by the Plan. Allocations are based on participant earnings, account balances, or specific participant transactions, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

*Vesting*

Participants are immediately 100% vested in their account balance, which includes elective deferral contributions, employer matching contributions, rollover contributions and actual earnings.

*Notes Receivable from Participants*

The Notes Receivable from Participants on the Statement of Assets Available for Benefits includes the notes receivable that merged as part of the Broadpoint 401(k) Plan merger as discussed in the general section above. The notes have been grandfathered into the Plan by management and allowed to continue to be paid off according to the original loan terms identified in the agreement made with the participant. No new participant loans will be allowed as the Plan document does not permit participant loans.

*Excess Contributions Payable*

There were no excess deferrals made during the plan years ended December 31, 2014 or 2013.

*Forfeitures*

Accounts of participants are 100% vested at all times. Therefore there were no forfeitures for the plan years ended December 31, 2014 and 2013.

*Investment Options*

Upon enrollment in the Plan, a participant may direct employee contributions in a variety of investment options as set forth by the plan trustees. The Plan sponsor may change investment options offered at any time, as deemed appropriate. Each participant's investment options are held in a separate account in the name of the trust for the benefit of the employee. Participants have internet access to their account information and may make allocation changes at any time.

The fund offerings are intended to provide participants with a variety of investment options over the usual range of asset classes with varying risk categories from conservative to aggressive. The prospectuses of the various funds offer detailed information on the characteristics, operations, management and expenses of the investments offered.

**MTPCS, LLC 401(K) PROFIT SHARING PLAN & TRUST**  
**NOTES TO FINANCIAL STATEMENTS (Continued)**  
**December 31, 2014 and 2013**

**1. DESCRIPTION OF THE PLAN (Continued)**

*Payment of Benefits*

On termination of service a participant may elect to receive a lump-sum amount equal to the value of his or her account. A participant may elect to only receive partial withdrawals or installments with respect to required minimum distributions, over a period of not more than the participant's assumed life expectancy. A mandatory distribution is required after termination if the account balance is less than \$1,000.

The plan also allows hardship distributions from pre-tax deferral and rollover accounts. In addition, the Plan also allows in-service distributions for participants who have obtained the age of 59 1/2 from all pre-tax deferral, employer safe harbor matching, employer profit sharing contributions and rollover accounts.

**2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

*Basis of Accounting*

The financial statements of the Plan are prepared on the accrual basis.

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

*Use of Estimates*

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

*Investment, Valuation and Income Recognition*

The Plan's investments are stated at fair market 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 5 for discussion of fair value measurements.

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

**MTPCS, LLC 401(K) PROFIT SHARING PLAN & TRUST**  
**NOTES TO FINANCIAL STATEMENTS (Continued)**  
**December 31, 2014 and 2013**

**2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)**

*Notes Receivable from Participants*

Notes receivable from participants are recorded at their unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded on the accrual basis. The interest rate on loans is prime plus 1%, which approximates market interest rates. If a participant ceases to make loan repayments and the plan administrator deems the participant loan to be in default, the participant loan balance is reduced and a benefit payment is recorded. No allowance for credit losses has been recorded at December 31, 2014 and 2013.

*Administrative Expenses*

Investment related administrative fees are paid by the Plan and are included in net appreciation of fair value of the investments. Participants may be charged distribution fees upon withdrawal of their accounts. All other fees associated with the Plan are paid by the Plan sponsor.

*Benefit Payments*

Benefits are recorded when paid.

*Reclassifications*

Certain amounts in the prior period presented have been reclassified to conform to the current period financial statement presentation. These reclassifications have no effect on previously reported net income.

**3. INFORMATION CERTIFIED BY THE PLAN'S TRUSTEE**

The Plan administrator has elected the method of annual reporting compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Other than the fair value of the guaranteed investment contract and the related adjustment from fair value to contract value for fully benefit-responsive investment contracts, certain information related to investments and notes receivable from participants disclosed in the accompanying financial statements and supplemental schedule, including investments and notes receivable from participants held at December 31, 2014 and 2013, was obtained or derived from information supplied to the Plan Administrator and certified as complete and accurate by the trustee of the Plan. In addition, the net appreciation in fair value of investments, interest, dividends, investment expenses and administrative fees for the years ended December 31, 2014 and 2013, were also obtained or derived from information supplied to the Plan Administrator and certified as complete and accurate by Ascensus Trust (the trustee of the Plan). The contract value of the guaranteed investment contract was certified by the trustee.

**MTPCS, LLC 401(K) PROFIT SHARING PLAN & TRUST**  
**NOTES TO FINANCIAL STATEMENTS (Continued)**  
**December 31, 2014 and 2013**

**3. INFORMATION CERTIFIED BY THE PLAN'S TRUSTEE (Continued)**

Accordingly, as permitted under such election, the following information was not subjected to any auditing procedures performed by the independent public accountants, except for compaing such information certified by the trustee to information included in the Plan's financial statements and supplemental schedule:

|                                   | <b>December 31</b> |              |
|-----------------------------------|--------------------|--------------|
|                                   | <b>2014</b>        | <b>2013</b>  |
| Market value of investment assets | \$ 8,016,837       | \$ 7,711,634 |
| Participant loans                 | \$ 6,704           | \$ 11,481    |
| Net Plan investment income        | \$ 532,420         | \$ 1,209,900 |

**4. INVESTMENTS**

The following schedule presents the investments that represent five percent or more of the Plan's net assets as of December 31, as determined by quoted market prices:

| <b>Separate Funds</b>                                  | <b>2014</b>         | <b>2013</b>         |
|--------------------------------------------------------|---------------------|---------------------|
| Vanguard Target Retirement 2015                        | \$ 379,140          | \$ 479,330          |
| Vanguard Target Retirement 2020                        | 1,273,976           | 1,207,625           |
| Vanguard Target Retirement 2025                        | 604,276             | 541,981             |
| Vanguard Target Retirement 2030                        | 1,267,677           | 1,142,106           |
| Vanguard Target Retirement 2035                        | 1,574,873           | 1,474,045           |
| Vanguard Target Retirement 2040                        | 519,321             | 544,816             |
| Vanguard Target Retirement 2055                        | 463,786             | 544,816             |
| Other investments making up less than 5% of net assets | <u>1,933,788</u>    | <u>1,776,915</u>    |
| Total investments                                      | <u>\$ 8,016,837</u> | <u>\$ 7,711,634</u> |

**MTPCS, LLC 401(K) PROFIT SHARING PLAN & TRUST**  
**NOTES TO FINANCIAL STATEMENTS (Continued)**  
**December 31, 2014 and 2013**

**5. FAIR VALUE MEASUREMENTS**

The framework for measuring fair value 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) and the lowest priority to unobservable inputs (level 3). The three levels of the fair value hierarchy under the “Fair Value Measurements” under FASB ASC 820 are described as follows:

Level 1 - observable inputs that are based upon quoted prices for identical assets or liabilities within active markets that the Plan has the ability to access.

Level 2 - observable inputs other than Level 1 that are based upon quoted market prices for similar assets or liabilities, based upon quoted prices within inactive markets, or inputs other than quoted market prices that are observable through market data for substantially the full term of the asset or liability.

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

Level 3 - inputs that are unobservable for the particular asset or liability due to little or no market activity and are significant to the fair value of the asset or liability. These inputs reflect assumptions that market participants would use when valuing the particular asset or liability.

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

Following is a description of the valuation methodologies used for assets measured at fair value at December 31, 2014 and 2013.

Mutual Funds: Valued at the daily closing price as reported by the fund. Mutual funds held by the Plan are open-ended mutual funds that are registered with the SEC. These funds are required to make public their daily net asset value (NAV) and to transact at that price. The mutual funds held by the Plan are deemed to be actively traded.

Exchange Traded Funds: Valued at the exchange close/bid price from the most liquid exchange.

Guaranteed Investment Contract: The fair value of the Contract is determined using level 2 inputs. The fair value of the investments is the Contract's pro-rata share of the fair value of the securities in the underlying separate accounts in which the Contract participates. Because the participants transact at contract value, fair value is determined annually for financial statement reporting purposes only.

Wrapper: The wrapper associated with the guaranteed investment contract is classified as level 3. The fair value of the wrapper is determined by the discounted revenue method.

For those assets with fair value measured using level 2 inputs, the Plan administrator determines fair value by reference to the audited financial statements of the Stable Value Fund, and NASDAQ for the closely held corporate stock, the market approach.

**MTPCS, LLC 401(K) PROFIT SHARING PLAN & TRUST**  
**NOTES TO FINANCIAL STATEMENTS (Continued)**  
**December 31, 2014 and 2013**

**5. FAIR VALUE MEASUREMENTS (Continued)**

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

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2014.

|                                 | Fair Value                 | Quoted Prices<br>in Active<br>Markets for<br>Identical Assets<br>(Level 1) | Significant<br>Other<br>Observable<br>Inputs<br>(Level 2) | Significant<br>Unobservable<br>Inputs<br>(Level 3) |
|---------------------------------|----------------------------|----------------------------------------------------------------------------|-----------------------------------------------------------|----------------------------------------------------|
| Exchange traded fund types:     |                            |                                                                            |                                                           |                                                    |
| Technology                      | \$ 49,818                  | \$ 49,818                                                                  | \$ -                                                      | \$ -                                               |
| Mutual fund types:              |                            |                                                                            |                                                           |                                                    |
| Commodity broad basket          | 105,955                    | 105,955                                                                    | -                                                         | -                                                  |
| Emerging markets                | 13,438                     | 13,438                                                                     | -                                                         | -                                                  |
| Equity energy                   | 25,800                     | 25,800                                                                     | -                                                         | -                                                  |
| Equity precious metals          | 10,157                     | 10,157                                                                     | -                                                         | -                                                  |
| High yield bond                 | 8,741                      | 8,741                                                                      | -                                                         | -                                                  |
| Inflation adjusted bond         | 7,791                      | 7,791                                                                      | -                                                         | -                                                  |
| Intermediate-term bond          | 43,953                     | 43,953                                                                     | -                                                         | -                                                  |
| Large blend                     | 6,984,820                  | 6,984,820                                                                  | -                                                         | -                                                  |
| Large growth                    | 33,103                     | 33,103                                                                     | -                                                         | -                                                  |
| Large value                     | 80,238                     | 80,238                                                                     | -                                                         | -                                                  |
| Mid-growth                      | 137,853                    | 137,853                                                                    | -                                                         | -                                                  |
| Natural resources               | 5,137                      | 5,137                                                                      | -                                                         | -                                                  |
| Real estate                     | 61,421                     | 61,421                                                                     | -                                                         | -                                                  |
| Small blend                     | 11,757                     | 11,757                                                                     | -                                                         | -                                                  |
| Small growth                    | 131,880                    | 131,880                                                                    | -                                                         | -                                                  |
| Small value                     | 13,691                     | 13,691                                                                     | -                                                         | -                                                  |
| World Stock                     | 2,780                      | 2,780                                                                      | -                                                         | -                                                  |
| Total mutual funds              | <u>7,678,515</u>           | <u>7,678,515</u>                                                           | <u>-</u>                                                  | <u>-</u>                                           |
| Stable value fund types:        |                            |                                                                            |                                                           |                                                    |
| Stable value                    | <u>288,504</u>             | <u>-</u>                                                                   | <u>285,835</u>                                            | <u>2,669</u>                                       |
| Total investments at fair value | <u><u>\$ 8,016,837</u></u> | <u><u>\$ 7,728,333</u></u>                                                 | <u><u>\$ 285,835</u></u>                                  | <u><u>\$ 2,669</u></u>                             |

**MTPCS, LLC 401(K) PROFIT SHARING PLAN & TRUST**  
**NOTES TO FINANCIAL STATEMENTS (Continued)**  
**December 31, 2014 and 2013**

**5. FAIR VALUE MEASUREMENTS (Continued)**

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

|                                 | Fair Value          | Quoted Prices<br>in Active<br>Markets for<br>Identical Assets<br>(Level 1) | Significant<br>Other<br>Observable<br>Inputs<br>(Level 2) | Significant<br>Unobservable<br>Inputs<br>(Level 3) |
|---------------------------------|---------------------|----------------------------------------------------------------------------|-----------------------------------------------------------|----------------------------------------------------|
| Exchange traded fund types:     |                     |                                                                            |                                                           |                                                    |
| Global real estate              | \$ 40,878           | \$ 40,878                                                                  | \$ -                                                      | \$ -                                               |
| Technology                      | 20,839              | 20,839                                                                     | -                                                         | -                                                  |
| Foreign small-mid growth        | 1,423               | 1,423                                                                      | -                                                         | -                                                  |
| Total exchange traded funds     | <u>63,140</u>       | <u>63,140</u>                                                              | <u>-</u>                                                  | <u>-</u>                                           |
| Mutual fund types:              |                     |                                                                            |                                                           |                                                    |
| Commodity broad basket          | 120,483             | 120,483                                                                    | -                                                         | -                                                  |
| Emerging markets                | 10,204              | 10,204                                                                     | -                                                         | -                                                  |
| Equity energy                   | 22,069              | 22,069                                                                     | -                                                         | -                                                  |
| Equity precious metals          | 6,079               | 6,079                                                                      | -                                                         | -                                                  |
| High yield bond                 | 6,246               | 6,246                                                                      | -                                                         | -                                                  |
| Inflation adjusted bond         | 5,989               | 5,989                                                                      | -                                                         | -                                                  |
| Intermediate-term bond          | 43,112              | 43,112                                                                     | -                                                         | -                                                  |
| Large blend                     | 6,661,135           | 6,661,135                                                                  | -                                                         | -                                                  |
| Large growth                    | 79,424              | 79,424                                                                     | -                                                         | -                                                  |
| Long-term bond                  | 1,729               | 1,729                                                                      | -                                                         | -                                                  |
| Large value                     | 69,936              | 69,936                                                                     | -                                                         | -                                                  |
| Mid-growth                      | 165,228             | 165,228                                                                    | -                                                         | -                                                  |
| Natural resources               | 5,249               | 5,249                                                                      | -                                                         | -                                                  |
| Real estate                     | 8,951               | 8,951                                                                      | -                                                         | -                                                  |
| Small blend                     | 9,327               | 9,327                                                                      | -                                                         | -                                                  |
| Small growth                    | 158,574             | 158,574                                                                    | -                                                         | -                                                  |
| Small value                     | 9,093               | 9,093                                                                      | -                                                         | -                                                  |
| Total mutual funds              | <u>7,382,828</u>    | <u>7,382,828</u>                                                           | <u>-</u>                                                  | <u>-</u>                                           |
| Stable value fund types:        |                     |                                                                            |                                                           |                                                    |
| Stable value                    | <u>265,666</u>      | <u>-</u>                                                                   | <u>263,133</u>                                            | <u>2,533</u>                                       |
| Total investments at fair value | <u>\$ 7,711,634</u> | <u>\$ 7,445,968</u>                                                        | <u>\$ 263,133</u>                                         | <u>\$ 2,533</u>                                    |

**MTPCS, LLC 401(K) PROFIT SHARING PLAN & TRUST**  
**NOTES TO FINANCIAL STATEMENTS (Continued)**  
**December 31, 2014 and 2013**

**5. FAIR VALUE MEASUREMENTS (Continued)**

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.

|                                                                                                                                                        | Level 3 Asset Reconciliation<br>Guaranteed Investment Contract<br>(Stable Value Fund) |
|--------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------|
| Purchases                                                                                                                                              | \$ <u>2,533</u>                                                                       |
| Balance, December 31, 2013 reclassified from Level 2                                                                                                   | \$ <u>2,533</u>                                                                       |
| Unrealized gains relating to instruments still held at the reporting date                                                                              | <u>136</u>                                                                            |
| Transfers in and/or out of Level 3                                                                                                                     | <u>-</u>                                                                              |
| Balance, December 31, 2014                                                                                                                             | \$ <u>2,669</u>                                                                       |
| The amount of total gains for the period attributable to the change in unrealized gains or losses relating to assets still held at the reporting date. | \$ <u>136</u>                                                                         |

**MTPCS, LLC 401(K) PROFIT SHARING PLAN & TRUST**  
**NOTES TO FINANCIAL STATEMENTS (Continued)**  
**December 31, 2014 and 2013**

**5. FAIR VALUE MEASUREMENTS (Continued)**

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, 2013.

|                                                                                                                                                        | Level 3 Asset Reconciliation<br>Guaranteed Investment Contract<br>(Stable Value Fund) |
|--------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------|
| Purchases                                                                                                                                              | <u>2,359</u>                                                                          |
| Balance, December 31, 2012, reclassified from Level 2                                                                                                  | <u>2,359</u>                                                                          |
| Unrealized gains relating to instruments still held at the reporting date                                                                              | <u>174</u>                                                                            |
| Transfers in and/or out of Level 3                                                                                                                     | <u>-</u>                                                                              |
| Balance, December 31, 2013                                                                                                                             | <u>\$ 2,533</u>                                                                       |
| The amount of total gains for the period attributable to the change in unrealized gains or losses relating to assets still held at the reporting date. | <u>\$ 174</u>                                                                         |

Unrealized gains/(losses) from the guaranteed investment contract are not included in the statements of changes in net assets available for benefits as the contract is recorded at contract value for purposes of the net assets available for benefits.

**6. STABLE VALUE FUND**

The Plan maintains a guaranteed investment contract with Wilmington Trust Retirement and Institutional Services Company for MetLife Group Annuity Contract No. 25554. MetLife maintains the contributions in a general account. The account is credited with earnings on the underlying investments and charged for participant withdrawals and administrative expenses. The guaranteed investment contract issuer is contractually obligated to repay the principal and specified interest that is guaranteed to the Plan.

**MTPCS, LLC 401(K) PROFIT SHARING PLAN & TRUST**  
**NOTES TO FINANCIAL STATEMENTS (Continued)**  
**December 31, 2014 and 2013**

**6. STABLE VALUE FUND (Continued)**

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

The fair value of the investment contract at December 31, 2014 and 2013, was \$277,954 and \$263,133, respectively. The crediting interest rate is based on a formula agreed upon with the issuer, but it may not be less than 0%. Such interest rates are reviewed on a quarterly basis for resetting.

Certain events limit the ability of the Plan to transact at contract value with the issuer. Such events include (1) amendments to the Plan documents (including complete or partial Plan termination or merger with another plan) and (2) the failure of the trust to qualify for exemption from federal income taxes or any required prohibited transaction exemption under ERISA. The Plan administrator believes that any events that would limit the Plan's ability to transact at contract value with participants are probable of not occurring.

The guaranteed investment contract does not permit termination of the agreement prior to the scheduled maturity date.

The average yields earned by the guaranteed investment contract are as follows:

|                                            | <b>December 31</b> |             |
|--------------------------------------------|--------------------|-------------|
|                                            | <b>2014</b>        | <b>2013</b> |
| Average yields:                            |                    |             |
| Based on actual earnings                   | 4.61%              | (1.94)%     |
| Based on interest credited to participants | 2.22%              | 2.21%       |

In the event of Plan termination prior to the maturity date of the contract, if the contract's fair value equals or exceeds the guaranteed value, payment is made in an amount equal to the guaranteed value. If the contract's fair value is less than the guaranteed value, the amount paid is equal to the guaranteed value reduced by the amount of the fair value deficit.

**7. RISKS AND UNCERTAINTIES**

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

**MTPCS, LLC 401(K) PROFIT SHARING PLAN & TRUST**  
**NOTES TO FINANCIAL STATEMENTS (Continued)**  
**December 31, 2014 and 2013**

**8. PARTY-IN-INTEREST TRANSACTIONS**

The Plan paid custodial fees from the Plan as of December 31, 2014 and 2013, of \$15,307 and \$14,631, respectively. The Plan paid investment advisory fees to TFS Advisory Services and IMT Advisory Services from the Plan as of December 31, 2014 and 2013, of \$19,607 and \$20,182, respectively. These expenses are allocated proportionately based on the value of the account balances or as an equal dollar amount based on the number of plan participants. The Plan permits the payment of expenses which are incurred by or attributable to a particular individual based on the use of a particular plan feature to be assessed against an individual participant's account. Examples of these are loan fees, expenses related to qualified domestic relations orders (QDROs) and hardship distributions. A portion of the fees incurred by the plan for third party administrative services are included in net appreciation in fair value of the investment, as they are paid through revenue sharing, rather than a direct payment.

The Plan Sponsor pays directly any other fees related to the Plan's operations.

**9. TAX STATUS**

The Plan obtained its latest opinion letter on March 31, 2008, in which the Internal Revenue Service stated that the plan and related trust, as then designed, were in accordance with applicable sections of the Internal Revenue Code (IRC). Although the Plan has been amended since receiving the determination letter, the plan administrator and the plan sponsor believe the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC, and, therefore, believe that the Plan is qualified, and the related trust is tax-exempt.

Accounting principles generally accepted in the United States of America require plan management to evaluate tax positions taken by the plan and recognize a tax liability (or asset) if the plan has taken an uncertain tax position that more likely than not would not be sustained upon examination by the Internal Revenue Service or Department of Labor. The plan administrator has analyzed the tax positions taken or expected to be taken by the plan, and has concluded that as of December 31, 2014 and 2013, there are no such tax positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan's federal tax returns generally remain open for the last 3 years.

**10. 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, assets will be distributed to participants in proportion to their respective individual account balances.

**11. SUBSEQUENT EVENTS**

Management has evaluated subsequent events through September 25, 2015, the date the financial statements were available to be issued. Management determined there were no subsequent events that required reporting in the financial statements.

## **SUPPLEMENTAL INFORMATION**

**MTPCS, LLC 401(K) PROFIT SHARING PLAN & TRUST**  
**EIN: 20-2794912, Plan #001**  
**FORM 5500, SCHEDULE H, PART IV, 4i -**  
**SCHEDULE OF ASSETS HELD AT END OF YEAR**  
**December 31, 2014**

| (a)                                                          | (b)                                                                                                           | (c)  | (d)           | (e)              |
|--------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------|------|---------------|------------------|
| Identity of issuer,<br>borrower, lessor,<br>or similar party | Description of investment including<br>maturity date, rate of interest,<br>collateral, par, or maturity value | Cost | Current Value |                  |
| American Funds                                               | Small Cap World R6                                                                                            | n/a  | \$            | 2,780            |
| Franklin                                                     | Natural Resources Adv                                                                                         | n/a  |               | 5,137            |
| Dodge & Cox                                                  | Income Fund                                                                                                   | n/a  |               | 9,983            |
| Metlife                                                      | Stable Value                                                                                                  | n/a  |               | 277,954          |
| Pimco                                                        | Foreign Bond                                                                                                  | n/a  |               | 105,766          |
| Pimco                                                        | Commodity Real Ret Strat A                                                                                    | n/a  |               | 189              |
| Vanguard                                                     | 500 Index Signal                                                                                              | n/a  |               | 129,637          |
| Vanguard                                                     | Balanced Index Signal                                                                                         | n/a  |               | 33,193           |
| Vanguard                                                     | Emerging Markets Stock Index Signal                                                                           | n/a  |               | 13,438           |
| Vanguard                                                     | Energy Inv                                                                                                    | n/a  |               | 25,800           |
| Vanguard                                                     | Growth Index Signal                                                                                           | n/a  |               | 33,103           |
| Vanguard                                                     | High Yield Corp Inv                                                                                           | n/a  |               | 8,741            |
| Vanguard                                                     | Inflation-Protected Sec Inv                                                                                   | n/a  |               | 7,791            |
| Vanguard                                                     | Information Technology ETF                                                                                    | n/a  |               | 49,818           |
| Vanguard                                                     | Mid-Cap Growth Index Inv                                                                                      | n/a  |               | 10,037           |
| Vanguard                                                     | Mid-Cap Index Signal                                                                                          | n/a  |               | 9,861            |
| Vanguard                                                     | Mid-Cap Value Index Inv                                                                                       | n/a  |               | 117,955          |
| Vanguard                                                     | REIT Index Signal                                                                                             | n/a  |               | 61,421           |
| Vanguard                                                     | Small Cap Growth Index Inv                                                                                    | n/a  |               | 131,880          |
| Vanguard                                                     | Small Cap Index Signal                                                                                        | n/a  |               | 11,757           |
| Vanguard                                                     | Small Cap Value Index Inv                                                                                     | n/a  |               | 13,691           |
| Vanguard                                                     | Target Retirement 2010 Fund                                                                                   | n/a  |               | 114,804          |
| Vanguard                                                     | Target Retirement 2015 Fund                                                                                   | n/a  |               | 379,140          |
| Vanguard                                                     | Target Retirement 2020 Fund                                                                                   | n/a  |               | 1,273,976        |
| Vanguard                                                     | Target Retirement 2025 Fund                                                                                   | n/a  |               | 604,276          |
| Vanguard                                                     | Target Retirement 2030 Fund                                                                                   | n/a  |               | 1,267,677        |
| Vanguard                                                     | Target Retirement 2035 Fund                                                                                   | n/a  |               | 1,574,873        |
| Vanguard                                                     | Target Retirement 2040 Fund                                                                                   | n/a  |               | 519,321          |
| Vanguard                                                     | Target Retirement 2045 Fund                                                                                   | n/a  |               | 327,705          |
| Vanguard                                                     | Target Retirement 2050 Fund                                                                                   | n/a  |               | 195,217          |
| Vanguard                                                     | Target Retirement 2055 Fund                                                                                   | n/a  |               | 463,786          |
| Vanguard                                                     | Target Retirement 2060 Fund                                                                                   | n/a  |               | 785              |
| Vanguard                                                     | Target Retirement Income                                                                                      | n/a  |               | 30,152           |
| Vanguard                                                     | Total Bond Market Index Fund                                                                                  | n/a  |               | 33,970           |
| Vanguard                                                     | Total Intl Stock Index Signal                                                                                 | n/a  |               | 68,863           |
| Vanguard                                                     | Total Stock Mkt Index Signal                                                                                  | n/a  |               | 1,415            |
| Vanguard                                                     | Value Index Signal                                                                                            | n/a  |               | 80,238           |
| Wells Fargo                                                  | Advantage Precious Metals A                                                                                   | n/a  |               | 10,157           |
| * Participant Loans                                          | 4.25% - 8%                                                                                                    | -0-  |               | 6,704            |
|                                                              |                                                                                                               |      | \$            | <u>8,012,991</u> |

\* Party in interest  
n/a Participant directed

See the independent auditors' report.

**MTPCS, LLC**  
**401(k) PROFIT SHARING PLAN & TRUST**

**AUDITED FINANCIAL STATEMENTS**  
**With Supplemental Information**

**December 31, 2014 and 2013**



**Junkermier • Clark**  
**Campanella • Stevens • P.C.**

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Certified Public Accountants and Business Advisors

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**MTPCS, LLC 401(K) PROFIT SHARING PLAN & TRUST  
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**AUDITED FINANCIAL STATEMENTS**

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**Junkermier · Clark  
Campanella · Stevens · P.C.**

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**To the Administrative Committee of the  
MTPCS, LLC 401(k) Profit Sharing Plan & Trust  
Great Falls, Montana**

## **INDEPENDENT AUDITORS' REPORT**

### **Report on the Financial Statements**

We were engaged to audit the accompanying financial statements of the MTPCS, LLC 401(k) Profit Sharing Plan & Trust, which comprise the statements of net assets available for benefits as of December 31, 2014 and 2013, and the related statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

### **Management's Responsibility for the Financial Statements**

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

### **Auditors' Responsibility**

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

### **Basis for Disclaimer of Opinion**

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 3, which was certified by Ascensus Trust Company and Frontier Trust Company as of December 31, 2014 and 2013, respectively, the trustee of the Plan assets, except for comparing the information with the related information included in the financial statements and supplemental schedule. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certification from the trustee as of and for the years ended December 31, 2014 and 2013, that the information provided to the plan administrator by the trustee is complete and accurate.

**Disclaimer of Opinion**

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

**Other Matter**

The supplemental Schedule of Assets (Held At End of Year) as of December 31, 2014, is required by the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and is presented for the purpose of additional analysis and are not a required part of the financial statements. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on the supplemental schedule referred to above.

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

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

*Junkermier, Clark, Campanella, Stenens, P.C.*

Great Falls, Montana  
September 25, 2015

**MTPCS, LLC 401(K) PROFIT SHARING PLAN & TRUST**  
**STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS**

|                                                                                                   | <b>December 31</b>                |                                   |
|---------------------------------------------------------------------------------------------------|-----------------------------------|-----------------------------------|
|                                                                                                   | <b><u>2014</u></b>                | <b><u>2013</u></b>                |
| <b>ASSETS</b>                                                                                     |                                   |                                   |
| Investments, at fair value                                                                        |                                   |                                   |
| Exchange traded funds                                                                             | \$ 49,818                         | \$ 63,140                         |
| Mutual funds                                                                                      | 7,678,515                         | 7,382,828                         |
| Stable value fund                                                                                 | <u>288,504</u>                    | <u>265,666</u>                    |
| Total investments                                                                                 | <u>8,016,837</u>                  | <u>7,711,634</u>                  |
| <br>Notes receivable from participants                                                            | <br><u>6,704</u>                  | <br><u>11,481</u>                 |
| Total assets                                                                                      | <u>8,023,541</u>                  | <u>7,723,115</u>                  |
| <b>NET ASSETS REFLECTING INVESTMENTS AT FAIR VALUE</b>                                            | 8,023,541                         | 7,723,115                         |
| <br>Adjustment from fair value to contract value for fully benefit-responsive investment contract | <br><u>(10,550)</u>               | <br><u>(3,564)</u>                |
| <b>NET ASSETS AVAILABLE FOR BENEFITS</b>                                                          | <b><u><u>\$ 8,012,991</u></u></b> | <b><u><u>\$ 7,719,551</u></u></b> |

**MTPCS, LLC 401(K) PROFIT SHARING PLAN & TRUST**  
**STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS**

|                                                 | <b>December 31</b>         |                            |
|-------------------------------------------------|----------------------------|----------------------------|
|                                                 | <b>2014</b>                | <b>2013</b>                |
| <b>ADDITIONS</b>                                |                            |                            |
| <b>Additions to net assets attributable to:</b> |                            |                            |
| Investment income                               |                            |                            |
| Net appreciation in fair value of investments   | \$ 384,727                 | \$ 1,077,975               |
| Dividends                                       | <u>147,693</u>             | <u>131,925</u>             |
| Total investment income                         | <u>532,420</u>             | <u>1,209,900</u>           |
| Interest on notes receivable from participants  | <u>744</u>                 | <u>962</u>                 |
| Contributions                                   |                            |                            |
| Employer match contributions                    | 301,510                    | 331,253                    |
| Participant elective deferrals                  | 525,811                    | 565,980                    |
| Participant rollovers                           | <u>29,752</u>              | <u>-</u>                   |
| Total contributions                             | <u>857,073</u>             | <u>897,233</u>             |
| Total additions                                 | <u>1,390,237</u>           | <u>2,108,095</u>           |
| <b>DEDUCTIONS</b>                               |                            |                            |
| Benefits paid to participants                   | 1,061,883                  | 804,225                    |
| Administrative expenses                         | 34,914                     | 3,139                      |
| Contract administrator fees                     | -                          | 13,339                     |
| Investment advisor and management fees          | <u>-</u>                   | <u>20,182</u>              |
| Total deductions                                | <u>1,096,797</u>           | <u>840,885</u>             |
| <b>NET INCREASE</b>                             | 293,440                    | 1,267,210                  |
| <b>Net assets available for benefits</b>        |                            |                            |
| Beginning of year                               | <u>7,719,551</u>           | <u>6,452,341</u>           |
| End of year                                     | <u><u>\$ 8,012,991</u></u> | <u><u>\$ 7,719,551</u></u> |

See accompanying notes and the independent auditors' report.

**NOTES TO FINANCIAL STATEMENTS**  
**December 31, 2014 and 2013**

**1. DESCRIPTION OF THE PLAN**

The following brief description of the MTPCS, LLC 401(k) Profit Sharing Plan & Trust (the Plan) provides only general information. Participants should refer to the Plan Document and Summary Plan Description (SPD) for a more complete description of the Plan's provisions.

*General*

MTPCS, LLC (the "Company") established the Plan effective September 1, 2005. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). The plan executed its Economic Growth and Tax Relief and Reconciliation Act (EGTRRA) restated Plan document on April 26, 2009. It has been updated to include the amendments required for the final §415 regulations, Pension Protection Act, HEART Act and WRERA.

Effective December 31, 2011, the MTPCS, LLC 401(k) Profit Sharing Plan & Trust entered into an agreement with the Broadpoint 401(k) Plan in which all assets of the Broadpoint 401(k) Plan were transferred and assigned directly to the MTPCS, LLC 401(k) Profit Sharing Plan & Trust.

*Plan Administration*

The Plan is administered by the Trustees. The Trustees contract with a third-party administration firm to perform recordkeeping responsibilities, and an investment consultant and advisor for investment advisory services. All funds that are contributed to the Plan are held for the benefit of the participants.

*Funding Policy*

The Plan is a defined contribution plan covering all employees of the Company who have attained the age of 18 and have been employed by the Company for six months. The plan excludes collectively bargained employees and non-resident aliens. Eligible employees may enter the plan on the first day of the month following satisfaction of the eligibility requirements. Transfers of investments from one fund to another fund are allowed daily using online accounts. Participants may direct contributions to investment funds in increments of their total contribution.

1. Employee contributions: Participant contributions are made through payroll deduction. Participants may contribute up to 100% of defined earnings, as limited by §402(g) of the Internal Revenue Code. Participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions.
2. Employer safe harbor match contributions: A safe harbor matching contribution will be made to eligible participants equal to 100% of elective deferrals that do not exceed 3% of compensation, plus 50% of the deferrals that exceed 3% of compensation but do not exceed 5% of compensation. The Company made safe harbor matching contributions of \$301,510 and \$331,253 and for the years ended December 31, 2014 and 2013, respectively.
3. Employer discretionary contributions: The Company may make discretionary contributions in the same proportion that each participant's compensation for the plan year compares to the total compensation for the plan year. A participant must be employed on the last day of the plan year and have completed 1,000 hours of service in order to receive a discretionary contribution. There were no discretionary contributions for the years ended December 31, 2014 or 2013.

**MTPCS, LLC 401(K) PROFIT SHARING PLAN & TRUST**  
**NOTES TO FINANCIAL STATEMENTS (Continued)**  
**December 31, 2014 and 2013**

**1. DESCRIPTION OF THE PLAN (Continued)**

*Participant Accounts*

Participants in the plan have segregated accounts in the name of the trust. Each participant's account is credited with the participant's elective deferral contributions and employer matching contributions. Participant accounts are charged with an allocation of administrative expenses that are paid by the Plan. Allocations are based on participant earnings, account balances, or specific participant transactions, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

*Vesting*

Participants are immediately 100% vested in their account balance, which includes elective deferral contributions, employer matching contributions, rollover contributions and actual earnings.

*Notes Receivable from Participants*

The Notes Receivable from Participants on the Statement of Assets Available for Benefits includes the notes receivable that merged as part of the Broadpoint 401(k) Plan merger as discussed in the general section above. The notes have been grandfathered into the Plan by management and allowed to continue to be paid off according to the original loan terms identified in the agreement made with the participant. No new participant loans will be allowed as the Plan document does not permit participant loans.

*Excess Contributions Payable*

There were no excess deferrals made during the plan years ended December 31, 2014 or 2013.

*Forfeitures*

Accounts of participants are 100% vested at all times. Therefore there were no forfeitures for the plan years ended December 31, 2014 and 2013.

*Investment Options*

Upon enrollment in the Plan, a participant may direct employee contributions in a variety of investment options as set forth by the plan trustees. The Plan sponsor may change investment options offered at any time, as deemed appropriate. Each participant's investment options are held in a separate account in the name of the trust for the benefit of the employee. Participants have internet access to their account information and may make allocation changes at any time.

The fund offerings are intended to provide participants with a variety of investment options over the usual range of asset classes with varying risk categories from conservative to aggressive. The prospectuses of the various funds offer detailed information on the characteristics, operations, management and expenses of the investments offered.

**MTPCS, LLC 401(K) PROFIT SHARING PLAN & TRUST**  
**NOTES TO FINANCIAL STATEMENTS (Continued)**  
**December 31, 2014 and 2013**

**1. DESCRIPTION OF THE PLAN (Continued)**

*Payment of Benefits*

On termination of service a participant may elect to receive a lump-sum amount equal to the value of his or her account. A participant may elect to only receive partial withdrawals or installments with respect to required minimum distributions, over a period of not more than the participant's assumed life expectancy. A mandatory distribution is required after termination if the account balance is less than \$1,000.

The plan also allows hardship distributions from pre-tax deferral and rollover accounts. In addition, the Plan also allows in-service distributions for participants who have obtained the age of 59 1/2 from all pre-tax deferral, employer safe harbor matching, employer profit sharing contributions and rollover accounts.

**2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

*Basis of Accounting*

The financial statements of the Plan are prepared on the accrual basis.

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

*Use of Estimates*

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

*Investment, Valuation and Income Recognition*

The Plan's investments are stated at fair market 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 5 for discussion of fair value measurements.

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

**MTPCS, LLC 401(K) PROFIT SHARING PLAN & TRUST**  
**NOTES TO FINANCIAL STATEMENTS (Continued)**  
**December 31, 2014 and 2013**

**2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)**

*Notes Receivable from Participants*

Notes receivable from participants are recorded at their unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded on the accrual basis. The interest rate on loans is prime plus 1%, which approximates market interest rates. If a participant ceases to make loan repayments and the plan administrator deems the participant loan to be in default, the participant loan balance is reduced and a benefit payment is recorded. No allowance for credit losses has been recorded at December 31, 2014 and 2013.

*Administrative Expenses*

Investment related administrative fees are paid by the Plan and are included in net appreciation of fair value of the investments. Participants may be charged distribution fees upon withdrawal of their accounts. All other fees associated with the Plan are paid by the Plan sponsor.

*Benefit Payments*

Benefits are recorded when paid.

*Reclassifications*

Certain amounts in the prior period presented have been reclassified to conform to the current period financial statement presentation. These reclassifications have no effect on previously reported net income.

**3. INFORMATION CERTIFIED BY THE PLAN'S TRUSTEE**

The Plan administrator has elected the method of annual reporting compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Other than the fair value of the guaranteed investment contract and the related adjustment from fair value to contract value for fully benefit-responsive investment contracts, certain information related to investments and notes receivable from participants disclosed in the accompanying financial statements and supplemental schedule, including investments and notes receivable from participants held at December 31, 2014 and 2013, was obtained or derived from information supplied to the Plan Administrator and certified as complete and accurate by the trustee of the Plan. In addition, the net appreciation in fair value of investments, interest, dividends, investment expenses and administrative fees for the years ended December 31, 2014 and 2013, were also obtained or derived from information supplied to the Plan Administrator and certified as complete and accurate by Ascensus Trust (the trustee of the Plan). The contract value of the guaranteed investment contract was certified by the trustee.

**MTPCS, LLC 401(K) PROFIT SHARING PLAN & TRUST**  
**NOTES TO FINANCIAL STATEMENTS (Continued)**  
**December 31, 2014 and 2013**

**3. INFORMATION CERTIFIED BY THE PLAN'S TRUSTEE (Continued)**

Accordingly, as permitted under such election, the following information was not subjected to any auditing procedures performed by the independent public accountants, except for compaing such information certified by the trustee to information included in the Plan's financial statements and supplemental schedule:

|                                   | <b>December 31</b> |              |
|-----------------------------------|--------------------|--------------|
|                                   | <b>2014</b>        | <b>2013</b>  |
| Market value of investment assets | \$ 8,016,837       | \$ 7,711,634 |
| Participant loans                 | \$ 6,704           | \$ 11,481    |
| Net Plan investment income        | \$ 532,420         | \$ 1,209,900 |

**4. INVESTMENTS**

The following schedule presents the investments that represent five percent or more of the Plan's net assets as of December 31, as determined by quoted market prices:

| <b>Separate Funds</b>                                  | <b>2014</b>         | <b>2013</b>         |
|--------------------------------------------------------|---------------------|---------------------|
| Vanguard Target Retirement 2015                        | \$ 379,140          | \$ 479,330          |
| Vanguard Target Retirement 2020                        | 1,273,976           | 1,207,625           |
| Vanguard Target Retirement 2025                        | 604,276             | 541,981             |
| Vanguard Target Retirement 2030                        | 1,267,677           | 1,142,106           |
| Vanguard Target Retirement 2035                        | 1,574,873           | 1,474,045           |
| Vanguard Target Retirement 2040                        | 519,321             | 544,816             |
| Vanguard Target Retirement 2055                        | 463,786             | 544,816             |
| Other investments making up less than 5% of net assets | <u>1,933,788</u>    | <u>1,776,915</u>    |
| Total investments                                      | <u>\$ 8,016,837</u> | <u>\$ 7,711,634</u> |

**MTPCS, LLC 401(K) PROFIT SHARING PLAN & TRUST**  
**NOTES TO FINANCIAL STATEMENTS (Continued)**  
**December 31, 2014 and 2013**

**5. FAIR VALUE MEASUREMENTS**

The framework for measuring fair value 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) and the lowest priority to unobservable inputs (level 3). The three levels of the fair value hierarchy under the “Fair Value Measurements” under FASB ASC 820 are described as follows:

Level 1 - observable inputs that are based upon quoted prices for identical assets or liabilities within active markets that the Plan has the ability to access.

Level 2 - observable inputs other than Level 1 that are based upon quoted market prices for similar assets or liabilities, based upon quoted prices within inactive markets, or inputs other than quoted market prices that are observable through market data for substantially the full term of the asset or liability.

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

Level 3 - inputs that are unobservable for the particular asset or liability due to little or no market activity and are significant to the fair value of the asset or liability. These inputs reflect assumptions that market participants would use when valuing the particular asset or liability.

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

Following is a description of the valuation methodologies used for assets measured at fair value at December 31, 2014 and 2013.

Mutual Funds: Valued at the daily closing price as reported by the fund. Mutual funds held by the Plan are open-ended mutual funds that are registered with the SEC. These funds are required to make public their daily net asset value (NAV) and to transact at that price. The mutual funds held by the Plan are deemed to be actively traded.

Exchange Traded Funds: Valued at the exchange close/bid price from the most liquid exchange.

Guaranteed Investment Contract: The fair value of the Contract is determined using level 2 inputs. The fair value of the investments is the Contract's pro-rata share of the fair value of the securities in the underlying separate accounts in which the Contract participates. Because the participants transact at contract value, fair value is determined annually for financial statement reporting purposes only.

Wrapper: The wrapper associated with the guaranteed investment contract is classified as level 3. The fair value of the wrapper is determined by the discounted revenue method.

For those assets with fair value measured using level 2 inputs, the Plan administrator determines fair value by reference to the audited financial statements of the Stable Value Fund, and NASDAQ for the closely held corporate stock, the market approach.

**MTPCS, LLC 401(K) PROFIT SHARING PLAN & TRUST**  
**NOTES TO FINANCIAL STATEMENTS (Continued)**  
**December 31, 2014 and 2013**

**5. FAIR VALUE MEASUREMENTS (Continued)**

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

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2014.

|                                 | Fair Value                 | Quoted Prices<br>in Active<br>Markets for<br>Identical Assets<br>(Level 1) | Significant<br>Other<br>Observable<br>Inputs<br>(Level 2) | Significant<br>Unobservable<br>Inputs<br>(Level 3) |
|---------------------------------|----------------------------|----------------------------------------------------------------------------|-----------------------------------------------------------|----------------------------------------------------|
| Exchange traded fund types:     |                            |                                                                            |                                                           |                                                    |
| Technology                      | \$ 49,818                  | \$ 49,818                                                                  | \$ -                                                      | \$ -                                               |
| Mutual fund types:              |                            |                                                                            |                                                           |                                                    |
| Commodity broad basket          | 105,955                    | 105,955                                                                    | -                                                         | -                                                  |
| Emerging markets                | 13,438                     | 13,438                                                                     | -                                                         | -                                                  |
| Equity energy                   | 25,800                     | 25,800                                                                     | -                                                         | -                                                  |
| Equity precious metals          | 10,157                     | 10,157                                                                     | -                                                         | -                                                  |
| High yield bond                 | 8,741                      | 8,741                                                                      | -                                                         | -                                                  |
| Inflation adjusted bond         | 7,791                      | 7,791                                                                      | -                                                         | -                                                  |
| Intermediate-term bond          | 43,953                     | 43,953                                                                     | -                                                         | -                                                  |
| Large blend                     | 6,984,820                  | 6,984,820                                                                  | -                                                         | -                                                  |
| Large growth                    | 33,103                     | 33,103                                                                     | -                                                         | -                                                  |
| Large value                     | 80,238                     | 80,238                                                                     | -                                                         | -                                                  |
| Mid-growth                      | 137,853                    | 137,853                                                                    | -                                                         | -                                                  |
| Natural resources               | 5,137                      | 5,137                                                                      | -                                                         | -                                                  |
| Real estate                     | 61,421                     | 61,421                                                                     | -                                                         | -                                                  |
| Small blend                     | 11,757                     | 11,757                                                                     | -                                                         | -                                                  |
| Small growth                    | 131,880                    | 131,880                                                                    | -                                                         | -                                                  |
| Small value                     | 13,691                     | 13,691                                                                     | -                                                         | -                                                  |
| World Stock                     | 2,780                      | 2,780                                                                      | -                                                         | -                                                  |
| Total mutual funds              | <u>7,678,515</u>           | <u>7,678,515</u>                                                           | <u>-</u>                                                  | <u>-</u>                                           |
| Stable value fund types:        |                            |                                                                            |                                                           |                                                    |
| Stable value                    | <u>288,504</u>             | <u>-</u>                                                                   | <u>285,835</u>                                            | <u>2,669</u>                                       |
| Total investments at fair value | <u><u>\$ 8,016,837</u></u> | <u><u>\$ 7,728,333</u></u>                                                 | <u><u>\$ 285,835</u></u>                                  | <u><u>\$ 2,669</u></u>                             |

**MTPCS, LLC 401(K) PROFIT SHARING PLAN & TRUST**  
**NOTES TO FINANCIAL STATEMENTS (Continued)**  
**December 31, 2014 and 2013**

**5. FAIR VALUE MEASUREMENTS (Continued)**

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

|                                 | Fair Value          | Quoted Prices<br>in Active<br>Markets for<br>Identical Assets<br>(Level 1) | Significant<br>Other<br>Observable<br>Inputs<br>(Level 2) | Significant<br>Unobservable<br>Inputs<br>(Level 3) |
|---------------------------------|---------------------|----------------------------------------------------------------------------|-----------------------------------------------------------|----------------------------------------------------|
| Exchange traded fund types:     |                     |                                                                            |                                                           |                                                    |
| Global real estate              | \$ 40,878           | \$ 40,878                                                                  | \$ -                                                      | \$ -                                               |
| Technology                      | 20,839              | 20,839                                                                     | -                                                         | -                                                  |
| Foreign small-mid growth        | 1,423               | 1,423                                                                      | -                                                         | -                                                  |
| Total exchange traded funds     | <u>63,140</u>       | <u>63,140</u>                                                              | <u>-</u>                                                  | <u>-</u>                                           |
| Mutual fund types:              |                     |                                                                            |                                                           |                                                    |
| Commodity broad basket          | 120,483             | 120,483                                                                    | -                                                         | -                                                  |
| Emerging markets                | 10,204              | 10,204                                                                     | -                                                         | -                                                  |
| Equity energy                   | 22,069              | 22,069                                                                     | -                                                         | -                                                  |
| Equity precious metals          | 6,079               | 6,079                                                                      | -                                                         | -                                                  |
| High yield bond                 | 6,246               | 6,246                                                                      | -                                                         | -                                                  |
| Inflation adjusted bond         | 5,989               | 5,989                                                                      | -                                                         | -                                                  |
| Intermediate-term bond          | 43,112              | 43,112                                                                     | -                                                         | -                                                  |
| Large blend                     | 6,661,135           | 6,661,135                                                                  | -                                                         | -                                                  |
| Large growth                    | 79,424              | 79,424                                                                     | -                                                         | -                                                  |
| Long-term bond                  | 1,729               | 1,729                                                                      | -                                                         | -                                                  |
| Large value                     | 69,936              | 69,936                                                                     | -                                                         | -                                                  |
| Mid-growth                      | 165,228             | 165,228                                                                    | -                                                         | -                                                  |
| Natural resources               | 5,249               | 5,249                                                                      | -                                                         | -                                                  |
| Real estate                     | 8,951               | 8,951                                                                      | -                                                         | -                                                  |
| Small blend                     | 9,327               | 9,327                                                                      | -                                                         | -                                                  |
| Small growth                    | 158,574             | 158,574                                                                    | -                                                         | -                                                  |
| Small value                     | 9,093               | 9,093                                                                      | -                                                         | -                                                  |
| Total mutual funds              | <u>7,382,828</u>    | <u>7,382,828</u>                                                           | <u>-</u>                                                  | <u>-</u>                                           |
| Stable value fund types:        |                     |                                                                            |                                                           |                                                    |
| Stable value                    | <u>265,666</u>      | <u>-</u>                                                                   | <u>263,133</u>                                            | <u>2,533</u>                                       |
| Total investments at fair value | <u>\$ 7,711,634</u> | <u>\$ 7,445,968</u>                                                        | <u>\$ 263,133</u>                                         | <u>\$ 2,533</u>                                    |

**MTPCS, LLC 401(K) PROFIT SHARING PLAN & TRUST**  
**NOTES TO FINANCIAL STATEMENTS (Continued)**  
**December 31, 2014 and 2013**

**5. FAIR VALUE MEASUREMENTS (Continued)**

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.

|                                                                                                                                                        | Level 3 Asset Reconciliation<br>Guaranteed Investment Contract<br>(Stable Value Fund) |
|--------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------|
| Purchases                                                                                                                                              | \$ <u>2,533</u>                                                                       |
| Balance, December 31, 2013 reclassified from Level 2                                                                                                   | \$ <u>2,533</u>                                                                       |
| Unrealized gains relating to instruments still held at the reporting date                                                                              | <u>136</u>                                                                            |
| Transfers in and/or out of Level 3                                                                                                                     | <u>-</u>                                                                              |
| Balance, December 31, 2014                                                                                                                             | \$ <u>2,669</u>                                                                       |
| The amount of total gains for the period attributable to the change in unrealized gains or losses relating to assets still held at the reporting date. | \$ <u>136</u>                                                                         |

**MTPCS, LLC 401(K) PROFIT SHARING PLAN & TRUST**  
**NOTES TO FINANCIAL STATEMENTS (Continued)**  
**December 31, 2014 and 2013**

**5. FAIR VALUE MEASUREMENTS (Continued)**

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, 2013.

|                                                                                                                                                                 | Level 3 Asset Reconciliation<br>Guaranteed Investment Contract<br>(Stable Value Fund) |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------|
| Purchases                                                                                                                                                       | <u>2,359</u>                                                                          |
| Balance, December 31, 2012, reclassified from<br>Level 2                                                                                                        | <u>2,359</u>                                                                          |
| Unrealized gains relating to instruments still held<br>at the reporting date                                                                                    | <u>174</u>                                                                            |
| Transfers in and/or out of Level 3                                                                                                                              | <u>-</u>                                                                              |
| Balance, December 31, 2013                                                                                                                                      | <u>\$ 2,533</u>                                                                       |
| The amount of total gains for the period<br>attributable to the change in unrealized gains or<br>losses relating to assets still held at the reporting<br>date. | <u>\$ 174</u>                                                                         |

Unrealized gains/(losses) from the guaranteed investment contract are not included in the statements of changes in net assets available for benefits as the contract is recorded at contract value for purposes of the net assets available for benefits.

**6. STABLE VALUE FUND**

The Plan maintains a guaranteed investment contract with Wilmington Trust Retirement and Institutional Services Company for MetLife Group Annuity Contract No. 25554. MetLife maintains the contributions in a general account. The account is credited with earnings on the underlying investments and charged for participant withdrawals and administrative expenses. The guaranteed investment contract issuer is contractually obligated to repay the principal and specified interest that is guaranteed to the Plan.

**MTPCS, LLC 401(K) PROFIT SHARING PLAN & TRUST**  
**NOTES TO FINANCIAL STATEMENTS (Continued)**  
**December 31, 2014 and 2013**

**6. STABLE VALUE FUND (Continued)**

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

The fair value of the investment contract at December 31, 2014 and 2013, was \$277,954 and \$263,133, respectively. The crediting interest rate is based on a formula agreed upon with the issuer, but it may not be less than 0%. Such interest rates are reviewed on a quarterly basis for resetting.

Certain events limit the ability of the Plan to transact at contract value with the issuer. Such events include (1) amendments to the Plan documents (including complete or partial Plan termination or merger with another plan) and (2) the failure of the trust to qualify for exemption from federal income taxes or any required prohibited transaction exemption under ERISA. The Plan administrator believes that any events that would limit the Plan's ability to transact at contract value with participants are probable of not occurring.

The guaranteed investment contract does not permit termination of the agreement prior to the scheduled maturity date.

The average yields earned by the guaranteed investment contract are as follows:

| Average yields:                            | December 31 |         |
|--------------------------------------------|-------------|---------|
|                                            | 2014        | 2013    |
| Based on actual earnings                   | 4.61%       | (1.94)% |
| Based on interest credited to participants | 2.22%       | 2.21%   |

In the event of Plan termination prior to the maturity date of the contract, if the contract's fair value equals or exceeds the guaranteed value, payment is made in an amount equal to the guaranteed value. If the contract's fair value is less than the guaranteed value, the amount paid is equal to the guaranteed value reduced by the amount of the fair value deficit.

**7. RISKS AND UNCERTAINTIES**

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

**MTPCS, LLC 401(K) PROFIT SHARING PLAN & TRUST**  
**NOTES TO FINANCIAL STATEMENTS (Continued)**  
**December 31, 2014 and 2013**

**8. PARTY-IN-INTEREST TRANSACTIONS**

The Plan paid custodial fees from the Plan as of December 31, 2014 and 2013, of \$15,307 and \$14,631, respectively. The Plan paid investment advisory fees to TFS Advisory Services and IMT Advisory Services from the Plan as of December 31, 2014 and 2013, of \$19,607 and \$20,182, respectively. These expenses are allocated proportionately based on the value of the account balances or as an equal dollar amount based on the number of plan participants. The Plan permits the payment of expenses which are incurred by or attributable to a particular individual based on the use of a particular plan feature to be assessed against an individual participant's account. Examples of these are loan fees, expenses related to qualified domestic relations orders (QDROs) and hardship distributions. A portion of the fees incurred by the plan for third party administrative services are included in net appreciation in fair value of the investment, as they are paid through revenue sharing, rather than a direct payment.

The Plan Sponsor pays directly any other fees related to the Plan's operations.

**9. TAX STATUS**

The Plan obtained its latest opinion letter on March 31, 2008, in which the Internal Revenue Service stated that the plan and related trust, as then designed, were in accordance with applicable sections of the Internal Revenue Code (IRC). Although the Plan has been amended since receiving the determination letter, the plan administrator and the plan sponsor believe the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC, and, therefore, believe that the Plan is qualified, and the related trust is tax-exempt.

Accounting principles generally accepted in the United States of America require plan management to evaluate tax positions taken by the plan and recognize a tax liability (or asset) if the plan has taken an uncertain tax position that more likely than not would not be sustained upon examination by the Internal Revenue Service or Department of Labor. The plan administrator has analyzed the tax positions taken or expected to be taken by the plan, and has concluded that as of December 31, 2014 and 2013, there are no such tax positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan's federal tax returns generally remain open for the last 3 years.

**10. 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, assets will be distributed to participants in proportion to their respective individual account balances.

**11. SUBSEQUENT EVENTS**

Management has evaluated subsequent events through September 25, 2015, the date the financial statements were available to be issued. Management determined there were no subsequent events that required reporting in the financial statements.

## **SUPPLEMENTAL INFORMATION**

**MTPCS, LLC 401(K) PROFIT SHARING PLAN & TRUST**  
**EIN: 20-2794912, Plan #001**  
**FORM 5500, SCHEDULE H, PART IV, 4i -**  
**SCHEDULE OF ASSETS HELD AT END OF YEAR**  
**December 31, 2014**

| (a)                                                          | (b)                                                                                                           | (c)  | (d)           | (e)              |
|--------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------|------|---------------|------------------|
| Identity of issuer,<br>borrower, lessor,<br>or similar party | Description of investment including<br>maturity date, rate of interest,<br>collateral, par, or maturity value | Cost | Current Value |                  |
| American Funds                                               | Small Cap World R6                                                                                            | n/a  | \$            | 2,780            |
| Franklin                                                     | Natural Resources Adv                                                                                         | n/a  |               | 5,137            |
| Dodge & Cox                                                  | Income Fund                                                                                                   | n/a  |               | 9,983            |
| Metlife                                                      | Stable Value                                                                                                  | n/a  |               | 277,954          |
| Pimco                                                        | Foreign Bond                                                                                                  | n/a  |               | 105,766          |
| Pimco                                                        | Commodity Real Ret Strat A                                                                                    | n/a  |               | 189              |
| Vanguard                                                     | 500 Index Signal                                                                                              | n/a  |               | 129,637          |
| Vanguard                                                     | Balanced Index Signal                                                                                         | n/a  |               | 33,193           |
| Vanguard                                                     | Emerging Markets Stock Index Signal                                                                           | n/a  |               | 13,438           |
| Vanguard                                                     | Energy Inv                                                                                                    | n/a  |               | 25,800           |
| Vanguard                                                     | Growth Index Signal                                                                                           | n/a  |               | 33,103           |
| Vanguard                                                     | High Yield Corp Inv                                                                                           | n/a  |               | 8,741            |
| Vanguard                                                     | Inflation-Protected Sec Inv                                                                                   | n/a  |               | 7,791            |
| Vanguard                                                     | Information Technology ETF                                                                                    | n/a  |               | 49,818           |
| Vanguard                                                     | Mid-Cap Growth Index Inv                                                                                      | n/a  |               | 10,037           |
| Vanguard                                                     | Mid-Cap Index Signal                                                                                          | n/a  |               | 9,861            |
| Vanguard                                                     | Mid-Cap Value Index Inv                                                                                       | n/a  |               | 117,955          |
| Vanguard                                                     | REIT Index Signal                                                                                             | n/a  |               | 61,421           |
| Vanguard                                                     | Small Cap Growth Index Inv                                                                                    | n/a  |               | 131,880          |
| Vanguard                                                     | Small Cap Index Signal                                                                                        | n/a  |               | 11,757           |
| Vanguard                                                     | Small Cap Value Index Inv                                                                                     | n/a  |               | 13,691           |
| Vanguard                                                     | Target Retirement 2010 Fund                                                                                   | n/a  |               | 114,804          |
| Vanguard                                                     | Target Retirement 2015 Fund                                                                                   | n/a  |               | 379,140          |
| Vanguard                                                     | Target Retirement 2020 Fund                                                                                   | n/a  |               | 1,273,976        |
| Vanguard                                                     | Target Retirement 2025 Fund                                                                                   | n/a  |               | 604,276          |
| Vanguard                                                     | Target Retirement 2030 Fund                                                                                   | n/a  |               | 1,267,677        |
| Vanguard                                                     | Target Retirement 2035 Fund                                                                                   | n/a  |               | 1,574,873        |
| Vanguard                                                     | Target Retirement 2040 Fund                                                                                   | n/a  |               | 519,321          |
| Vanguard                                                     | Target Retirement 2045 Fund                                                                                   | n/a  |               | 327,705          |
| Vanguard                                                     | Target Retirement 2050 Fund                                                                                   | n/a  |               | 195,217          |
| Vanguard                                                     | Target Retirement 2055 Fund                                                                                   | n/a  |               | 463,786          |
| Vanguard                                                     | Target Retirement 2060 Fund                                                                                   | n/a  |               | 785              |
| Vanguard                                                     | Target Retirement Income                                                                                      | n/a  |               | 30,152           |
| Vanguard                                                     | Total Bond Market Index Fund                                                                                  | n/a  |               | 33,970           |
| Vanguard                                                     | Total Intl Stock Index Signal                                                                                 | n/a  |               | 68,863           |
| Vanguard                                                     | Total Stock Mkt Index Signal                                                                                  | n/a  |               | 1,415            |
| Vanguard                                                     | Value Index Signal                                                                                            | n/a  |               | 80,238           |
| Wells Fargo                                                  | Advantage Precious Metals A                                                                                   | n/a  |               | 10,157           |
| * Participant Loans                                          | 4.25% - 8%                                                                                                    | -0-  |               | 6,704            |
|                                                              |                                                                                                               |      | \$            | <u>8,012,991</u> |

\* Party in interest  
n/a Participant directed

See the independent auditors' report.

**Attachment to 2014 Form 5500**  
**Schedule H, line 4i - Schedule of Assets (Held at End of Year)**

**Plan Name** MTPCS, LLC 401(K) PROFIT SHARING PLAN & TRUST

**EIN:** 20-2794912

**Plan Sponsor's Name** MTPCS, LLC

**PN:** 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 |
|-----|-----------------------------------------------------------|--------------------------------------------------------------------------------------------------------------|----------|-------------------|
|     | Vanguard                                                  | Vanguard Target Retirement 2060 Inv                                                                          | 0        | 785               |
|     | Vanguard                                                  | Vanguard Target Retirement 2055 Inv                                                                          | 0        | 463,786           |
|     | Vanguard                                                  | Vanguard Target Retirement 2050 Inv                                                                          | 0        | 195,217           |
|     | Vanguard                                                  | Vanguard Target Retirement 2045 Inv                                                                          | 0        | 327,705           |
|     | Vanguard                                                  | Vanguard Target Retirement 2040 Inv                                                                          | 0        | 519,321           |
|     | Vanguard                                                  | Vanguard Target Retirement 2035 Inv                                                                          | 0        | 1,574,873         |
|     | Vanguard                                                  | Vanguard Target Retirement 2030 Inv                                                                          | 0        | 1,267,677         |

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|-----|-----------------------------------------------------------|--------------------------------------------------------------------------------------------------------------|----------|-------------------|
|     | Vanguard                                                  | Vanguard Target Retirement 2025 Inv                                                                          | 0        | 604,276           |
|     | Vanguard                                                  | Vanguard Target Retirement 2020 Inv                                                                          | 0        | 1,273,976         |
|     | Vanguard                                                  | Vanguard Target Retirement 2015 Inv                                                                          | 0        | 379,140           |
|     | Vanguard                                                  | Vanguard Target Retirement 2010 Inv                                                                          | 0        | 114,804           |
|     | Vanguard                                                  | Vanguard Target Retirement Income Inv                                                                        | 0        | 30,152            |
|     | Franklin                                                  | Franklin Natural Resources Adv                                                                               | 0        | 5,137             |
|     | PIMCO                                                     | PIMCO Commodity Real Ret Strat A                                                                             | 0        | 189               |

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|-----|-----------------------------------------------------------|--------------------------------------------------------------------------------------------------------------|----------|-------------------|
|     | Vanguard                                                  | Vanguard Energy Inv                                                                                          | 0        | 25,800            |
|     | Vanguard                                                  | Vanguard High Yield Corp Inv                                                                                 | 0        | 8,741             |
|     | Vanguard                                                  | Vanguard Inflation-Protected Sec Inv                                                                         | 0        | 7,791             |
|     | Vanguard                                                  | Vanguard Information Technology ETF                                                                          | 0        | 49,818            |
|     | WTRISC                                                    | WTRISC CIT III for Metlife GAC 25554 J                                                                       | 0        | 277,954           |
|     | Wells Fargo                                               | Wells Fargo Adv Precious Metals A                                                                            | 0        | 10,157            |
|     | PIMCO                                                     | PIMCO Foreign Bond (Unhedged) Instl                                                                          | 0        | 105,766           |

**Attachment to 2014 Form 5500**  
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|-----|-----------------------------------------------------------|--------------------------------------------------------------------------------------------------------------|----------|-------------------|
|     | American Funds                                            | American Funds SMALLCAP World R6                                                                             | 0        | 2,780             |
|     | Dodge & Cox                                               | Dodge & Cox Income Fund                                                                                      | 0        | 9,983             |
|     | Vanguard                                                  | Vanguard Mid-Cap Growth Index Admiral                                                                        | 0        | 10,037            |
|     | Vanguard                                                  | Vanguard Mid-Cap Value Index Admiral                                                                         | 0        | 117,955           |
|     | Vanguard                                                  | Vanguard Small-Cap Value Index Admiral                                                                       | 0        | 13,691            |
|     | Vanguard                                                  | Vanguard Small-Cap Growth Index Admiral                                                                      | 0        | 131,880           |
|     | Vanguard                                                  | Vanguard 500 Index Admiral                                                                                   | 0        | 129,637           |

**Attachment to 2014 Form 5500**  
**Schedule H, line 4i - Schedule of Assets (Held at End of Year)**

**Plan Name** MTPCS, LLC 401(K) PROFIT SHARING PLAN & TRUST

**EIN:** 20-2794912

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|-----|-----------------------------------------------------------|--------------------------------------------------------------------------------------------------------------|----------|-------------------|
|     | Vanguard                                                  | Vanguard Balanced Index Fund Admiral                                                                         | 0        | 33,193            |
|     | Vanguard                                                  | Vanguard Growth Index Admiral                                                                                | 0        | 33,103            |
|     | Vanguard                                                  | Vanguard Mid Cap Index Admiral                                                                               | 0        | 9,861             |
|     | Vanguard                                                  | Vanguard Emerging Mkt Stk Index Admiral                                                                      | 0        | 13,438            |
|     | Vanguard                                                  | Vanguard REIT Index Admiral                                                                                  | 0        | 61,421            |
|     | Vanguard                                                  | Vanguard Small Cap Index Admiral                                                                             | 0        | 11,757            |
|     | Vanguard                                                  | Vanguard Total Bond Market Index Adm                                                                         | 0        | 33,970            |

**Attachment to 2014 Form 5500**  
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|-----|-----------------------------------------------------------|--------------------------------------------------------------------------------------------------------------|----------|-------------------|
|     | Vanguard                                                  | Vanguard Total Intl Stock Index Admiral                                                                      | 0        | 68,863            |
|     | Vanguard                                                  | Vanguard Total Stock Mkt Index Admiral                                                                       | 0        | 1,415             |
|     | Vanguard                                                  | Vanguard Value Index Admiral                                                                                 | 0        | 80,238            |
|     | Participant's Loan Account                                | Various Rates and Maturities                                                                                 | 0        | 6,704             |
|     |                                                           |                                                                                                              |          |                   |
|     |                                                           |                                                                                                              |          |                   |
|     |                                                           |                                                                                                              |          |                   |