Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

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

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

OMB Nos. 1210-0110
1210-0089

2014

This Form is Open to Public Inspection

Part I Annual Report Identification Information

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

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

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

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

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

Part II Basic Plan Information—enter all requested information

1a Name of plan
MONTEREY SD PARTNERS INC 401(K) PROFIT SHARING PLAN & TRUST

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 01/01/2007

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

3861 VALLEY CENTRE DR
SAN DIEGO, CA 92130-2332

2b Employer Identification Number (EIN)
91-2126651

2c Plan Sponsor's telephone number
858-792-9801

2d Business code (see instructions)
541990

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

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

SIGN HERE	Filed with authorized/valid electronic signature.	10/12/2015	LESLIE KOURIE
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

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

Preparer's telephone number (optional)

3a Plan administrator's name and address [X] Same as Plan Sponsor	**3b** Administrator's EIN	
	3c Administrator's telephone number	
4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report:	**4b** EIN	
a Sponsor's name	**4c** PN	
5 Total number of participants at the beginning of the plan year	**5**	263
6 Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines **6a(1), 6a(2), 6b, 6c,** and **6d**).		
a(1) Total number of active participants at the beginning of the plan year	**6a(1)**	263
a(2) Total number of active participants at the end of the plan year	**6a(2)**	247
b Retired or separated participants receiving benefits	**6b**	0
c Other retired or separated participants entitled to future benefits	**6c**	0
d Subtotal. Add lines **6a(2)**, **6b**, and **6c**.	**6d**	247
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.	**6e**	0
f Total. Add lines **6d** and **6e**.	**6f**	247
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	16
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	0
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

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

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

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

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

a Pension Schedules

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

b General Schedules

- **(1)** [X] **H** (Financial Information)
- **(2)** [ ] **I** (Financial Information – Small Plan)
- **(3)** [ ] 0 **A** (Insurance Information)
- **(4)** [X] **C** (Service Provider Information)
- **(5)** [ ] **D** (DFE/Participating Plan Information)
- **(6)** [ ] **G** (Financial Transaction Schedules)

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

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

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

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

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

Receipt Confirmation Code_____

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

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

A Name of plan
MONTEREY SD PARTNERS INC 401(K) PROFIT SHARING PLAN & TRUST

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
MONTEREY SD PARTNERS INC

D Employer Identification Number (EIN)
91-2126651

Part I Service Provider Information (see instructions)

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

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

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

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

PAYCHEX SECURITIES CORPORATION

16-1486352

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

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

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

WARD CAPITAL MANAGEMENT

101 E 11TH AVE
ESCONDIDO, CA 92025

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
26	ADVISOR	1516	Yes [ ] No [X]	Yes [ ] No [X]		Yes [ ] No [X]

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

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

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

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

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

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

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

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

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

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

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

Part I Service Provider Information (continued)

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

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

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

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

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

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

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

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

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

(complete as many entries as needed)

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE H (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

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

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

OMB No. 1210-0110

2014

This Form is Open to Public Inspection

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

A Name of plan
MONTEREY SD PARTNERS INC 401(K) PROFIT SHARING PLAN & TRUST

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
MONTEREY SD PARTNERS INC

D Employer Identification Number (EIN)
91-2126651

Part I Asset and Liability Statement

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

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a	0	0
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	0	0
(2) Participant contributions	1b(2)	0	0
(3) Other	1b(3)	0	0
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	76292	6
(2) U.S. Government securities	1c(2)	0	0
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)	0	0
(B) All other	1c(3)(B)	0	0
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)	0	0
(B) Common	1c(4)(B)	0	0
(5) Partnership/joint venture interests	1c(5)	0	0
(6) Real estate (other than employer real property)	1c(6)	0	0
(7) Loans (other than to participants)	1c(7)	0	0
(8) Participant loans	1c(8)	0	0
(9) Value of interest in common/collective trusts	1c(9)	0	0
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)	0	0
(12) Value of interest in 103-12 investment entities	1c(12)	0	0
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	242600	429986
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)	0	0

		(a) Beginning of Year	(b) End of Year
1d Employer-related investments:			
(1) Employer securities	1d(1)	0	
(2) Employer real property	1d(2)	0	0
e Buildings and other property used in plan operation	1e	0	0
f Total assets (add all amounts in lines 1a through 1e)	1f	318892	429992
Liabilities			
g Benefit claims payable	1g	0	0
h Operating payables	1h	0	0
i Acquisition indebtedness	1i	0	0
j Other liabilities	1j	0	0
k Total liabilities (add all amounts in lines 1g through1j)	1k	0	0
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	318892	429992

Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

Income		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: **(A)** Employers	2a(1)(A)	40976	
(B) Participants	2a(1)(B)	90726	
(C) Others (including rollovers)	2a(1)(C)	0	
(2) Noncash contributions	2a(2)	0	
(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		131702
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	0	
(B) U.S. Government securities	2b(1)(B)	0	
(C) Corporate debt instruments	2b(1)(C)	0	
(D) Loans (other than to participants)	2b(1)(D)	0	
(E) Participant loans	2b(1)(E)	0	
(F) Other	2b(1)(F)	0	
(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		0
(2) Dividends: **(A)** Preferred stock	2b(2)(A)	0	
(B) Common stock	2b(2)(B)	0	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	3962	
(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		3962
(3) Rents	2b(3)		0
(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)	0	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	0	
(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		0
(5) Unrealized appreciation (depreciation) of assets: **(A)** Real estate	2b(5)(A)	0	
(B) Other	2b(5)(B)	0	
(C) Total unrealized appreciation of assets. Add lines **2b(5)(A)** and **(B)**	2b(5)(C)		0

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		0
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		0
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		0
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		0
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		405
c Other income	2c		0
d Total income. Add all **income** amounts in column (b) and enter total	2d		136069
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	0	
(2) To insurance carriers for the provision of benefits	2e(2)	0	
(3) Other	2e(3)	0	
(4) Total benefit payments. Add lines **2e(1)** through **(3)**	2e(4)		0
f Corrective distributions (see instructions)	2f		22807
g Certain deemed distributions of participant loans (see instructions)	2g		0
h Interest expense	2h		0
i Administrative expenses: **(1)** Professional fees	2i(1)	0	
(2) Contract administrator fees	2i(2)	0	
(3) Investment advisory and management fees	2i(3)	0	
(4) Other	2i(4)	2162	
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		2162
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		24969
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		111100
l Transfers of assets:			
(1) To this plan	2l(1)		0
(2) From this plan	2l(2)		0

Part III Accountant's Opinion

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

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

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

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

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

(1) Name: ROORDA, PIQUET & BESSEE **(2)** EIN: 33-0252865

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

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

Part IV Compliance Questions

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

During the plan year:

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

			Yes	No	Amount
c	Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	4c		X	
d	Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)	4d		X	
e	Was this plan covered by a fidelity bond?	4e	X		31889
f	Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f		X	
g	Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	4g		X	
h	Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	4h		X	
i	Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	4i	X		
j	Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	4j		X	
k	Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4k		X	
l	Has the plan failed to provide any benefit when due under the plan?	4l		X	
m	If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m		X	
n	If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	4n		X	

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

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

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

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

Part V Trust Information (optional)

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

MONTEREY SD PARTNERS, INC.
401(K) PROFIT SHARING PLAN AND TRUST

FINANCIAL STATEMENTS
AND SUPPLEMENTAL INFORMATION

DECEMBER 31, 2014 AND 2013

MONTEREY SD PARTNERS, INC.
401(K) PROFIT SHARING PLAN AND TRUST

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INDEPENDENT AUDITOR'S REPORT

To the Plan Administrator
Monterey SD Partners, Inc.
401(k) Profit Sharing Plan and Trust

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Monterey SD Partners,Inc. 401(k) Profit Sharing Plan and Trust, which comprise the Statements of Net Assets Available for Plan Benefits as of December 31, 2014, and the related Statement of Changes in Net Assets Available for Plan Benefits for the year ended December 31, 2014, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

Our responsibility is to express an opinion on 2014 financial statements based on conducting the audit in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the Basis for Disclaimer of Opinion on the 2014 Financial Statements 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 on the 2014 Financial Statements

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 5, which was certified by Mid Atlantic Trust

Company holds the Plan's investment assets and executes investment transactions. The Plan Administrator has obtained a certification from Mid Atlantic Trust Company as of December 31, 2014, and for the year ended December 31, 2014, that the information provided to the Plan Administrator by Mid Atlantic Trust Company is complete and accurate.

Disclaimer of Opinion on the 2014 Financial Statements

Because of the significance of the matter described in the Basis for Disclaimer of Opinion on the 2014 financial statements paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on the 2014 financial statements. Accordingly, we do not express an opinion on the 2014 financial statements.

Other Matters - Report on Supplemental Schedule and 2013 Financial Statements

The supplemental Schedule H, Line 4i - 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 is not a required part of the financial statements. Because of the significance of the matter described in the Basis for Disclaimer of Opinion on the 2014 Financial Statements paragraph, we do not express an opinion on the supplemental schedule referred to above.

The financial statements of the Plan as of December 31, 2013, were audited by predecessor auditors. Their report, dated September 30, 2014, indicated that they expressed an opinion that such financial statements presents fairly, in all material respects, the financial status of Monterey SD Partners, Inc. 401(k) Profit Sharing Plan and Trust as of December 31, 2013, and changes in its financial status for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Report on Form and Content in Compliance with DOL Rules and Regulations for 2014 Financial Statements

The form and content of the information included in the 2014 financial statements and supplemental schedules, other than that derived from the information certified by Mid Atlantic Trust Company, 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.

Roorda, Piquet & Bessee, Inc.
October 9, 2015

MONTEREY SD PARTNERS, INC. 401(k) PROFIT SHARING PLAN AND TRUST
401(K) SAVINGS PLAN

STATEMENTS OF NET ASSETS AVAILABLE FOR PLAN BENEFITS

	December 31, 2014	December 31, 2013
Assets:		
Investments at fair value (Notes 4, 5 and 6):		
Money market fund	$ 6	$ 76,292
Mutual funds	73,528	242,600
Stable value fund	356,458	-
Total investments	429,992	318,892
Liabilities:		
Excess contributions payable	-	18,692
Net assets available for plan benefits	$ 429,992	$ 300,200

See accompanying notes and independent auditor's report

MONTEREY SD PARTNERS, INC. 401(k) PROFIT SHARING PLAN AND TRUST
401(K) SAVINGS PLAN

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR PLAN BENEFITS

	Year ended December 31, 2014
Additions	
Investment income:	
Net appreciation in fair value of investments	$ 330
Dividend income	1,017
Capital gain distributions	2,945
Others	75
Total investment income	4,367
Contributions:	
Employer	40,976
Participants	90,726
Total contributions	131,702
Total additions	136,069
Deductions	
Corrective distributions adjustment	4,115
Administrative fees	2,162
Total deductions	6,277
Net increase	129,792
Net assets available for plan benefits	
Beginning of year	300,200
End of year	$ 429,992

See accompanying notes and independent auditor's report

NOTE 1 - DESCRIPTION OF PLAN

The Monterey SD Partners, Inc. 401(k) Profit Sharing Plan and Trust ("the Plan") was originally established on January 1, 2007, and was designed to reward eligible employees for long and loyal service by providing them with retirement benefits.

The Plan was amended and restated to comply with the Pension Protection Act (PPA) and the Heroes Earnings Assistance and Relief Tax Act (Heart Act) of 2008. Additionally, the Plan was amended effective January 1, 2014 to become a safe harbor plan.

The Plan's third party recordkeeping, reporting and other administrative services are rendered by Paychex Retirement Services.

The following description of the Monterey SD Partners, Inc. 401(k) Profit Sharing Plan and Trust provides only general information. Participants should refer to the Plan Document for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan covering all employees of Monterey SD Partners, Inc., ("the Company") who are age eighteen years or older. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). The Internal Revenue Service has approved the Plan.

Eligibility and Participation

Each employee who is at least 18 years of age shall become eligible to participate. There is no eligibility service required for elective deferrals and matching contributions. For employer profit sharing contributions, one year of eligibility service (1,000 hours of service) is required.

Contributions

Each year a participant may contribute through elective deferrals up to 96% of pretax annual compensation as defined in the Plan, subject to the individual and average limits set by federal tax laws. Additionally, a participant may also designate all or a portion of the elective deferral contributions as Roth elective deferral contributions instead of pre-tax elective deferral contributions. Roth elective deferral contributions do not reduce total taxable income and do not reduce current taxes.

In the prior years, the Plan did not provide for employer matching contributions. Effective January 1, 2014, in accordance with the Plan's safe harbor provisions, the Company made matching contributions

to the individual account of each eligible employee equal to 100 percent of the amount the employee's elective deferrals that do not exceed three percent of the employee's compensation for the Plan year, plus 50 percent of the amount of the employee's elective deferrals that exceed three percent of the employee's compensation but do not exceed five percent of the employees compensation. Additional profit sharing amounts may be contributed at the Company's option. During the year ended December 31, 2014, the Company did not make any profit sharing contributions to the Plan. Contributions are subject to certain Internal Revenue Service limitations.

Participant Accounts

A participant's account is credited with the participant's contributions and Company matching contributions, as well as allocation of the Company's profit sharing contribution and Plan earnings. 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 vested immediately in their elective deferral contributions and employer matching contributions, plus actual earnings thereon. Vesting in the Company's profit sharing contribution portion of their accounts is based on years of continuous service. A participant is 100 percent vested in the Company's profit sharing contribution after six years of credited service.

Notes receivable from participants

Participants may borrow from their fund accounts a minimum of $1,000 up to a maximum equal to the lesser of $50,000 or 50 percent of their vested account balance. Note terms can be up to five years (or longer for the purchase of a primary residence). The notes are secured by the vested balance in the participant's account and will be charged a reasonable rate of interest. Principal and interest are paid ratably through payroll deductions. As of December 31, 2014, there is no outstanding notes receivable from participants.

Payment of Benefits

The Plan provides for the payment of benefits to the participant or beneficiary at retirement, death, disability or termination of employment. Participants terminating their employment with the Company or attaining age 59 1/2 are entitled to withdraw all or a portion of their vested account balance. "Hardship" distributions are not permitted by the Plan. Participants who qualify for retirement benefits and withdrawals will receive their benefits in the form of a lump sum cash distribution or in periodic installments. Benefits under the Plan shall be distributed solely from the assets of the Trust.

Forfeitures

A forfeiture is created when a participant terminates employment before becoming entitled to his full benefits under the Plan. As per Plan provisions, forfeitures may be used to reduce future employer contributions. As of December 31, 2014, there is no balance in the forfeiture account.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

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

Investment contracts held by a defined-contribution plan are required to be reported at fair value. However, contract value is the relevant measurement attribute for that portion of the net assets available for plan 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. Because fair value of the stable value fund approximates contract value, no adjustment is reflected on the Statements of Net Assets Available for Plan Benefits.

Use of Estimates

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

Investment Valuation and Income Recognition

The Plan's investments are stated at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 4 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.

Notes Receivable from Participants

Notes receivable from participants are measured at the unpaid principal balance plus any accrued, but unpaid interest. Interest income is recorded on the accrual basis. Related fees are recorded as administrative expenses and are expensed when they are incurred. No allowance for credit losses has been recorded as of December 31, 2014 or December 31, 2013. 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.

Excess Contributions Payable

Amounts payable to participants for contributions in excess of amounts allowed by the Internal Revenue Service are recorded as a liability with a corresponding reduction to contributions. As of December 31, 2014 and 2013, excess contributions payable were $0 and $18,692, respectively.

Payment of Benefits

Benefits are recorded when paid.

Expenses

Certain expenses of maintaining the Plan are paid by the Plan, unless otherwise paid by the Company. Expenses that are paid by the Company are excluded from these financial statements. Fees related to

the administration of notes receivable from participants are charged directly to the participant's account and are included in administrative expenses. Investment related expenses are included in net appreciation of fair value of investments.

NOTE 3 - INVESTMENTS

The following presents investments that represent 5 percent or more of the Plan's net asses:

	December 31, 2014		December 31, 2013
MetLife Stable Value Fund for ABG Contract	$ 356,458	*	$ -
Davis NY Venture Fund Class C	-	*	61,979
MFS Total Return Fund Class C	-	*	21,602
BlackRock Capital Appreciation Fund Investor C	-	*	52,880
BlackRock Value Opportunities Fund Investor C	-	*	42,669
JP Morgan Dynamic Small Cap Growth C	-	*	42,158
BlackRock Ready Assets Prime Money	-	*	76,292

* There are no values for these investments as the Plan changed its investment portfolio when the Plan was amended to become a safe harbor plan effective January 1, 2014.

During 2014, the Plan's investments (including gains and losses on investments bought and sold, as well as held during the year) appreciated in value as follows:

Net appreciation in fair value of mutual funds	$ 330

NOTE 4 - FAIR VALUE MEASUREMENT

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 FASC ASC 820 are described as follows:

Level 1 Fair Value Measurements

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

Level 2 Fair Value Measurements

Inputs to the valuation methodology include: (1) quoted prices for similar assets or liabilities in active markets, (2) quoted prices for identical or similar assets or liabilities inactive markets, (3) inputs other than quoted prices that are observable for the asset or liability, and (4) inputs that are derived principally from corroborated observable market data by correlation or other means.

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

Level 3 Fair Value Measurements

Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

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

The following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2014 and 2013.

Money Market Fund

Valued at cost which approximates fair value. The investment is classified within Level 1 of the valuation hierarchy.

Mutual Funds

Valued at the daily closing price as reported by the fund. Mutual funds held by the Plan are open-end mutual funds that are registered with the Securities and Exchange Commission. These funds are required to publish 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. These investments are classified within Level 1 of the valuation hierarchy.

Stable Value Fund

The reported value is based on the valuation method disclosed in the annuity contract as calculated by the annuity provider. This investment is classified within Level 2 of the valuation hierarchy.

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 tables set forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2014 and 2013:

	Assets at Fair Value as of December 31, 2014			
	Level 1	Level 2	Level 3	Total
Mutual Funds:				
Equity Fund	$ 49,221	$ -	$ -	$ 49,221
International Equity Fund	10,030	-	-	10,030
Fixed Income Fund	4,646	-	-	4,646
Balanced Fund	9,631	-	-	9,631
Stable Value Fund	-	356,458	-	356,458
Money Market Fund	6	-	-	6
Total assets at fair value	$ 73,534	$ 356,458	$ -	$ 429,992

	Assets at Fair Value as of December 31, 2013			
	Level 1	Level 2	Level 3	Total
Mutual Funds	$ 242,600	$ -	$ -	$ 242,600
Money Market Fund	76,292	-	-	76,292
Total assets at fair value	$ 318,892	$ -	$ -	$ 318,892

NOTE 5 - SUMMARY OF FINANCIAL DATA CERTIFIED BY THE CUSTODIAN

The following is a summary of the Plan's financial information and data certified by Mid Atlantic Trust Company in accordance with Section 29 CFR 2520.103-5(c) of the Department of Labor Rules and Regulations for Reporting and Disclosure. Differences between the information summarized below and that which is included in the accompanying financial statements are attributable to adjustments made by the Company to adjust the financial statements to the accrual basis of accounting.

	December 31, 2014
Investments	$ 429,992
Net appreciation in fair value of investments	$ 330

NOTE 6 - INVESTMENT CONTRACTS

The Plan entered into a benefit-responsive investment contract with MetLife Stable Value Fund for ABG Contract 25157 Class 68, a bank collective trust fund which consists of separately managed investment portfolios directed by Reliance Trust Company. The account is credited with earnings on the underlying investments and charged for participant withdrawals and administrative expenses. The investment contract issuer is contractually obligated to repay the principal and a specified interest rate that is guaranteed to the Plan.

As described in Note 2, because the 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 investment contract. Contract value, as reported to the Plan by Mid Atlantic Trust Company 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 investments at contract value.

There are no reserves against contract value for credit risk of the contract issuer or otherwise. The fair value of the investment contract at December 31, 2014 and 2013 was $356,458 and $0, respectively. The crediting interest rate is based on a formula agreed with the issuer. Such interest rates are reviewed on a quarterly basis for resetting.

Certain events limit the Plan's ability to transact at contract value with the issuer. Such events include the following: layoffs, early retirement windows, spin-offs, sale of a division, facility closing, plan terminations, partial plan terminations, changes in laws or regulations. Additionally, participants cannot transfer their fund balances to competing fixed income funds, such as money market funds, short-term bond funds, or brokerage windows. Balances transferred from the stable value fund to non-competing funds cannot be transferred to competing fixed income funds for 90 days, but may be transferred back to the stable value fund at any time. The Plan administrator does not believe that any events that would limit the Plan's ability to transact at contract value with Plan participants are probable of occurring.

The following represents average yields of the investment contract:

	December 31, 2014
Based on actual earnings	0.00% *
Based on interest credited to participants	1.89%

* No record of actual earnings credited as investment in the fund was made on the second half of December 2014.

NOTE 7 - PLAN TERMINATION

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

NOTE 8 - TAX STATUS

The Company adopted the Paychex Inc. Profit Sharing Plan, which obtained its latest Opinion Letter on April 10, 2014. In this letter, the Internal Revenue Service states that the Plan is acceptable under Section 401 of the Code for use by the employers for the benefit of their employees. The Company believes that the Plan is currently designed and being operated in compliance with applicable requirements of the Internal Revenue Code. Therefore, no provision for income taxes has been included in the Plan's financial statements.

Accounting principles general 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 organization has taken an uncertain position that more likely than not would be sustained upon examination by the Internal Revenue Service (IRS). The Company has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2014, there are no uncertain 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 Company believes it is no longer subject to income tax examinations for years prior to 2011.

NOTE 9 - RELATED PARTY AND PARTY-IN-INTEREST TRANSACTIONS

The Plan allows for transactions with certain parties who may perform services or have fiduciary responsibilities to the Plan. The Company transacts with Paychex, Inc. for its payroll services, including automatic withdrawal of funds from the Company's bank account for employer and employee contributions for deposit to the Plan's trust account. Paychex Retirement Services, a related company to Paychex, Inc. performs the recordkeeping function for the Plan. The Plan issues notes to participants which are secured by the balances in participants' accounts. These transactions qualify as a party-in-interest transactions for which a statutory exception exemption exists.

NOTE 10 - RISKS AND UNCERTAINTIES

The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market, and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect participant account balances and the amounts reported in the Statements of Net Assets Available for Plan Benefits.

NOTE 11 - RECONCILIATION OF FINANCIAL STATEMENTS TO FORM 5500

The following is a reconciliation of the Statements of Net Assets Available for Plan Benefits per the financial statements at December 31, 2014 and 2013 to the Form 5500:

	December 31, 2014	December 31, 2013
Net assets per financial statements	$429,992	$300,200
Excess contributions	-	18,692
Net assets per Form 5500	$429,992	$318,892

The following is a reconciliation of the Statement of Changes in Net Assets Available for Plan benefits per the financial statements at December 31, 2014 to Form 5500:

	December 31, 2014
Net income per financial statements	$129,792
Excess contributions paid	(18,692)
Net income per Form 5500	$111,100

NOTE 12 - PARTICIPATING RELATED COMPANIES

The Plan is a single-employer plan, not collectively-bargained, and includes the following participating related companies:

Acacia Gasoline and Car Wash, LP
Les June, LP
Monterey SD Partners, Inc.
Eastlake Petroleum, LP
Encinitas Promenade Gas and Oil
4S Ranch Gasoline and Car Wash
Pico Rivera Gasoline and Car Wash, LP
Carlsbad Gas and Car Wash, Inc.

NOTE 13 - SUBSEQUENT EVENTS

The Plan has evaluated subsequent events through October 9, 2015, the date the financial statements were available to be issued, and deemed that all necessary disclosures have been included.

SUPPLEMENTAL INFORMATION

MONTEREY SD PARTNERS, INC. **EIN: 91-2126651**
401(K) PROFIT SHARING PLAN AND TRUST **Plan #: 001**
PLAN YEAR BEGINNING 01/01/14 AND ENDING 12/31/14

SCHEDULE H, LINE 4I - SCHEDULE OF ASSETS (HELD AT END OF YEAR).

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current Value
	Reliance Trust Company	MetLife Stable Value Fund for ABG Cc	**	$ 356,458
	Federated Investment Mgmt Co.	Federated Prime Obligations Instl Share	**	6
		Mutual Funds:		
	American Beacon	American Beacon Mid Cap Value Fund	**	5,723
	BlackRock	BlackRock Capital Appreciation Fund	**	624
	Federated Investment Mgmt Co.	Federated Kaufmann Large Cap Instl Sh	**	13,064
	PIMCO	PIMCO Small Cap StocksPlus AR	**	5,184
	PrimeCap Management Co.	PrimeCap Odyssey Aggressive Growth	**	4,750
	American Funds	American Funds SmallCap World Fund	**	4,566
	Sunamerica Asset Management	SunAmerica Focused Dividend Strategy	**	15,311
	Federated Investment Mgmt Co.	Federated International Leaders Fund	**	5,101
	Oppenheimer Funds	Oppenheimer International Growth Fun	**	4,929
	Lord Abbett & Co. LLC	Lord Abbett Total Return Fund	**	3,986
	MFS Investment Management	MFS Government Securities R4	**	660
	The Killen Group, Inc.	Berwyn Income Fund	**	9,630
			Total	$ 429,992

* Denotes Party-in-Interest

** Cost information is not required to be reported for participant directed investments and notes receivable

MONTEREY SD PARTNERS, INC.
401(K) PROFIT SHARING PLAN AND TRUST

FINANCIAL STATEMENTS
AND SUPPLEMENTAL INFORMATION

DECEMBER 31, 2014 AND 2013

MONTEREY SD PARTNERS, INC.
401(K) PROFIT SHARING PLAN AND TRUST

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INDEPENDENT AUDITOR'S REPORT

To the Plan Administrator
Monterey SD Partners, Inc.
401(k) Profit Sharing Plan and Trust

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Monterey SD Partners,Inc. 401(k) Profit Sharing Plan and Trust, which comprise the Statements of Net Assets Available for Plan Benefits as of December 31, 2014, and the related Statement of Changes in Net Assets Available for Plan Benefits for the year ended December 31, 2014, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

Our responsibility is to express an opinion on 2014 financial statements based on conducting the audit in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the Basis for Disclaimer of Opinion on the 2014 Financial Statements 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 on the 2014 Financial Statements

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 5, which was certified by Mid Atlantic Trust

Company holds the Plan's investment assets and executes investment transactions. The Plan Administrator has obtained a certification from Mid Atlantic Trust Company as of December 31, 2014, and for the year ended December 31, 2014, that the information provided to the Plan Administrator by Mid Atlantic Trust Company is complete and accurate.

Disclaimer of Opinion on the 2014 Financial Statements

Because of the significance of the matter described in the Basis for Disclaimer of Opinion on the 2014 financial statements paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on the 2014 financial statements. Accordingly, we do not express an opinion on the 2014 financial statements.

Other Matters - Report on Supplemental Schedule and 2013 Financial Statements

The supplemental Schedule H, Line 4i - 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 is not a required part of the financial statements. Because of the significance of the matter described in the Basis for Disclaimer of Opinion on the 2014 Financial Statements paragraph, we do not express an opinion on the supplemental schedule referred to above.

The financial statements of the Plan as of December 31, 2013, were audited by predecessor auditors. Their report, dated September 30, 2014, indicated that they expressed an opinion that such financial statements presents fairly, in all material respects, the financial status of Monterey SD Partners, Inc. 401(k) Profit Sharing Plan and Trust as of December 31, 2013, and changes in its financial status for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Report on Form and Content in Compliance with DOL Rules and Regulations for 2014 Financial Statements

The form and content of the information included in the 2014 financial statements and supplemental schedules, other than that derived from the information certified by Mid Atlantic Trust Company, 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.

Roorda, Piquet & Bessee, Inc.
October 9, 2015

MONTEREY SD PARTNERS, INC. 401(k) PROFIT SHARING PLAN AND TRUST
401(K) SAVINGS PLAN

STATEMENTS OF NET ASSETS AVAILABLE FOR PLAN BENEFITS

	December 31, 2014	December 31, 2013
Assets:		
Investments at fair value (Notes 4, 5 and 6):		
Money market fund	$ 6	$ 76,292
Mutual funds	73,528	242,600
Stable value fund	356,458	-
Total investments	429,992	318,892
Liabilities:		
Excess contributions payable	-	18,692
Net assets available for plan benefits	$ 429,992	$ 300,200

See accompanying notes and independent auditor's report

MONTEREY SD PARTNERS, INC. 401(k) PROFIT SHARING PLAN AND TRUST
401(K) SAVINGS PLAN

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR PLAN BENEFITS

	Year ended December 31, 2014
Additions	
Investment income:	
Net appreciation in fair value of investments	$ 330
Dividend income	1,017
Capital gain distributions	2,945
Others	75
Total investment income	4,367
Contributions:	
Employer	40,976
Participants	90,726
Total contributions	131,702
Total additions	136,069
Deductions	
Corrective distributions adjustment	4,115
Administrative fees	2,162
Total deductions	6,277
Net increase	129,792
Net assets available for plan benefits	
Beginning of year	300,200
End of year	$ 429,992

See accompanying notes and independent auditor's report

NOTE 1 - DESCRIPTION OF PLAN

The Monterey SD Partners, Inc. 401(k) Profit Sharing Plan and Trust ("the Plan") was originally established on January 1, 2007, and was designed to reward eligible employees for long and loyal service by providing them with retirement benefits.

The Plan was amended and restated to comply with the Pension Protection Act (PPA) and the Heroes Earnings Assistance and Relief Tax Act (Heart Act) of 2008. Additionally, the Plan was amended effective January 1, 2014 to become a safe harbor plan.

The Plan's third party recordkeeping, reporting and other administrative services are rendered by Paychex Retirement Services.

The following description of the Monterey SD Partners, Inc. 401(k) Profit Sharing Plan and Trust provides only general information. Participants should refer to the Plan Document for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan covering all employees of Monterey SD Partners, Inc., ("the Company") who are age eighteen years or older. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). The Internal Revenue Service has approved the Plan.

Eligibility and Participation

Each employee who is at least 18 years of age shall become eligible to participate. There is no eligibility service required for elective deferrals and matching contributions. For employer profit sharing contributions, one year of eligibility service (1,000 hours of service) is required.

Contributions

Each year a participant may contribute through elective deferrals up to 96% of pretax annual compensation as defined in the Plan, subject to the individual and average limits set by federal tax laws. Additionally, a participant may also designate all or a portion of the elective deferral contributions as Roth elective deferral contributions instead of pre-tax elective deferral contributions. Roth elective deferral contributions do not reduce total taxable income and do not reduce current taxes.

In the prior years, the Plan did not provide for employer matching contributions. Effective January 1, 2014, in accordance with the Plan's safe harbor provisions, the Company made matching contributions

to the individual account of each eligible employee equal to 100 percent of the amount the employee's elective deferrals that do not exceed three percent of the employee's compensation for the Plan year, plus 50 percent of the amount of the employee's elective deferrals that exceed three percent of the employee's compensation but do not exceed five percent of the employees compensation. Additional profit sharing amounts may be contributed at the Company's option. During the year ended December 31, 2014, the Company did not make any profit sharing contributions to the Plan. Contributions are subject to certain Internal Revenue Service limitations.

Participant Accounts

A participant's account is credited with the participant's contributions and Company matching contributions, as well as allocation of the Company's profit sharing contribution and Plan earnings. 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 vested immediately in their elective deferral contributions and employer matching contributions, plus actual earnings thereon. Vesting in the Company's profit sharing contribution portion of their accounts is based on years of continuous service. A participant is 100 percent vested in the Company's profit sharing contribution after six years of credited service.

Notes receivable from participants

Participants may borrow from their fund accounts a minimum of $1,000 up to a maximum equal to the lesser of $50,000 or 50 percent of their vested account balance. Note terms can be up to five years (or longer for the purchase of a primary residence). The notes are secured by the vested balance in the participant's account and will be charged a reasonable rate of interest. Principal and interest are paid ratably through payroll deductions. As of December 31, 2014, there is no outstanding notes receivable from participants.

Payment of Benefits

The Plan provides for the payment of benefits to the participant or beneficiary at retirement, death, disability or termination of employment. Participants terminating their employment with the Company or attaining age 59 1/2 are entitled to withdraw all or a portion of their vested account balance. "Hardship" distributions are not permitted by the Plan. Participants who qualify for retirement benefits and withdrawals will receive their benefits in the form of a lump sum cash distribution or in periodic installments. Benefits under the Plan shall be distributed solely from the assets of the Trust.

Forfeitures

A forfeiture is created when a participant terminates employment before becoming entitled to his full benefits under the Plan. As per Plan provisions, forfeitures may be used to reduce future employer contributions. As of December 31, 2014, there is no balance in the forfeiture account.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

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

Investment contracts held by a defined-contribution plan are required to be reported at fair value. However, contract value is the relevant measurement attribute for that portion of the net assets available for plan 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. Because fair value of the stable value fund approximates contract value, no adjustment is reflected on the Statements of Net Assets Available for Plan Benefits.

Use of Estimates

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

Investment Valuation and Income Recognition

The Plan's investments are stated at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 4 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.

Notes Receivable from Participants

Notes receivable from participants are measured at the unpaid principal balance plus any accrued, but unpaid interest. Interest income is recorded on the accrual basis. Related fees are recorded as administrative expenses and are expensed when they are incurred. No allowance for credit losses has been recorded as of December 31, 2014 or December 31, 2013. 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.

Excess Contributions Payable

Amounts payable to participants for contributions in excess of amounts allowed by the Internal Revenue Service are recorded as a liability with a corresponding reduction to contributions. As of December 31, 2014 and 2013, excess contributions payable were $0 and $18,692, respectively.

Payment of Benefits

Benefits are recorded when paid.

Expenses

Certain expenses of maintaining the Plan are paid by the Plan, unless otherwise paid by the Company. Expenses that are paid by the Company are excluded from these financial statements. Fees related to

the administration of notes receivable from participants are charged directly to the participant's account and are included in administrative expenses. Investment related expenses are included in net appreciation of fair value of investments.

NOTE 3 - INVESTMENTS

The following presents investments that represent 5 percent or more of the Plan's net asses:

	December 31, 2014		December 31, 2013
MetLife Stable Value Fund for ABG Contract	$ 356,458	*	$ -
Davis NY Venture Fund Class C	-	*	61,979
MFS Total Return Fund Class C	-	*	21,602
BlackRock Capital Appreciation Fund Investor C	-	*	52,880
BlackRock Value Opportunities Fund Investor C	-	*	42,669
JP Morgan Dynamic Small Cap Growth C	-	*	42,158
BlackRock Ready Assets Prime Money	-	*	76,292

* There are no values for these investments as the Plan changed its investment portfolio when the Plan was amended to become a safe harbor plan effective January 1, 2014.

During 2014, the Plan's investments (including gains and losses on investments bought and sold, as well as held during the year) appreciated in value as follows:

Net appreciation in fair value of mutual funds	$ 330

NOTE 4 - FAIR VALUE MEASUREMENT

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 FASC ASC 820 are described as follows:

Level 1 Fair Value Measurements

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

Level 2 Fair Value Measurements

Inputs to the valuation methodology include: (1) quoted prices for similar assets or liabilities in active markets, (2) quoted prices for identical or similar assets or liabilities inactive markets, (3) inputs other than quoted prices that are observable for the asset or liability, and (4) inputs that are derived principally from corroborated observable market data by correlation or other means.

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

Level 3 Fair Value Measurements

Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

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

The following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2014 and 2013.

Money Market Fund

Valued at cost which approximates fair value. The investment is classified within Level 1 of the valuation hierarchy.

Mutual Funds

Valued at the daily closing price as reported by the fund. Mutual funds held by the Plan are open-end mutual funds that are registered with the Securities and Exchange Commission. These funds are required to publish 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. These investments are classified within Level 1 of the valuation hierarchy.

Stable Value Fund

The reported value is based on the valuation method disclosed in the annuity contract as calculated by the annuity provider. This investment is classified within Level 2 of the valuation hierarchy.

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 tables set forth by level, within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2014 and 2013:

	Assets at Fair Value as of December 31, 2014			
	Level 1	Level 2	Level 3	Total
Mutual Funds:				
Equity Fund	$ 49,221	$ -	$ -	$ 49,221
International Equity Fund	10,030	-	-	10,030
Fixed Income Fund	4,646	-	-	4,646
Balanced Fund	9,631	-	-	9,631
Stable Value Fund	-	356,458	-	356,458
Money Market Fund	6	-	-	6
Total assets at fair value	$ 73,534	$ 356,458	$ -	$ 429,992

	Assets at Fair Value as of December 31, 2013			
	Level 1	Level 2	Level 3	Total
Mutual Funds	$ 242,600	$ -	$ -	$ 242,600
Money Market Fund	76,292	-	-	76,292
Total assets at fair value	$ 318,892	$ -	$ -	$ 318,892

NOTE 5 - SUMMARY OF FINANCIAL DATA CERTIFIED BY THE CUSTODIAN

The following is a summary of the Plan's financial information and data certified by Mid Atlantic Trust Company in accordance with Section 29 CFR 2520.103-5(c) of the Department of Labor Rules and Regulations for Reporting and Disclosure. Differences between the information summarized below and that which is included in the accompanying financial statements are attributable to adjustments made by the Company to adjust the financial statements to the accrual basis of accounting.

	December 31, 2014
Investments	$ 429,992
Net appreciation in fair value of investments	$ 330

NOTE 6 - INVESTMENT CONTRACTS

The Plan entered into a benefit-responsive investment contract with MetLife Stable Value Fund for ABG Contract 25157 Class 68, a bank collective trust fund which consists of separately managed investment portfolios directed by Reliance Trust Company. The account is credited with earnings on the underlying investments and charged for participant withdrawals and administrative expenses. The investment contract issuer is contractually obligated to repay the principal and a specified interest rate that is guaranteed to the Plan.

As described in Note 2, because the 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 investment contract. Contract value, as reported to the Plan by Mid Atlantic Trust Company 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 investments at contract value.

There are no reserves against contract value for credit risk of the contract issuer or otherwise. The fair value of the investment contract at December 31, 2014 and 2013 was $356,458 and $0, respectively. The crediting interest rate is based on a formula agreed with the issuer. Such interest rates are reviewed on a quarterly basis for resetting.

Certain events limit the Plan's ability to transact at contract value with the issuer. Such events include the following: layoffs, early retirement windows, spin-offs, sale of a division, facility closing, plan terminations, partial plan terminations, changes in laws or regulations. Additionally, participants cannot transfer their fund balances to competing fixed income funds, such as money market funds, short-term bond funds, or brokerage windows. Balances transferred from the stable value fund to non-competing funds cannot be transferred to competing fixed income funds for 90 days, but may be transferred back to the stable value fund at any time. The Plan administrator does not believe that any events that would limit the Plan's ability to transact at contract value with Plan participants are probable of occurring.

The following represents average yields of the investment contract:

	December 31, 2014
Based on actual earnings	0.00% *
Based on interest credited to participants	1.89%

* No record of actual earnings credited as investment in the fund was made on the second half of December 2014.

NOTE 7 - PLAN TERMINATION

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

NOTE 8 - TAX STATUS

The Company adopted the Paychex Inc. Profit Sharing Plan, which obtained its latest Opinion Letter on April 10, 2014. In this letter, the Internal Revenue Service states that the Plan is acceptable under Section 401 of the Code for use by the employers for the benefit of their employees. The Company believes that the Plan is currently designed and being operated in compliance with applicable requirements of the Internal Revenue Code. Therefore, no provision for income taxes has been included in the Plan's financial statements.

Accounting principles general 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 organization has taken an uncertain position that more likely than not would be sustained upon examination by the Internal Revenue Service (IRS). The Company has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2014, there are no uncertain 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 Company believes it is no longer subject to income tax examinations for years prior to 2011.

NOTE 9 - RELATED PARTY AND PARTY-IN-INTEREST TRANSACTIONS

The Plan allows for transactions with certain parties who may perform services or have fiduciary responsibilities to the Plan. The Company transacts with Paychex, Inc. for its payroll services, including automatic withdrawal of funds from the Company's bank account for employer and employee contributions for deposit to the Plan's trust account. Paychex Retirement Services, a related company to Paychex, Inc. performs the recordkeeping function for the Plan. The Plan issues notes to participants which are secured by the balances in participants' accounts. These transactions qualify as a party-in-interest transactions for which a statutory exception exemption exists.

NOTE 10 - RISKS AND UNCERTAINTIES

The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market, and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect participant account balances and the amounts reported in the Statements of Net Assets Available for Plan Benefits.

NOTE 11 - RECONCILIATION OF FINANCIAL STATEMENTS TO FORM 5500

The following is a reconciliation of the Statements of Net Assets Available for Plan Benefits per the financial statements at December 31, 2014 and 2013 to the Form 5500:

	December 31, 2014	December 31, 2013
Net assets per financial statements	$429,992	$300,200
Excess contributions	-	18,692
Net assets per Form 5500	$429,992	$318,892

The following is a reconciliation of the Statement of Changes in Net Assets Available for Plan benefits per the financial statements at December 31, 2014 to Form 5500:

	December 31, 2014
Net income per financial statements	$129,792
Excess contributions paid	(18,692)
Net income per Form 5500	$111,100

NOTE 12 - PARTICIPATING RELATED COMPANIES

The Plan is a single-employer plan, not collectively-bargained, and includes the following participating related companies:

Acacia Gasoline and Car Wash, LP
Les June, LP
Monterey SD Partners, Inc.
Eastlake Petroleum, LP
Encinitas Promenade Gas and Oil
4S Ranch Gasoline and Car Wash
Pico Rivera Gasoline and Car Wash, LP
Carlsbad Gas and Car Wash, Inc.

NOTE 13 - SUBSEQUENT EVENTS

The Plan has evaluated subsequent events through October 9, 2015, the date the financial statements were available to be issued, and deemed that all necessary disclosures have been included.

SUPPLEMENTAL INFORMATION

MONTEREY SD PARTNERS, INC. **EIN: 91-2126651**
401(K) PROFIT SHARING PLAN AND TRUST **Plan #: 001**
PLAN YEAR BEGINNING 01/01/14 AND ENDING 12/31/14

SCHEDULE H, LINE 4I - SCHEDULE OF ASSETS (HELD AT END OF YEAR).

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current Value
	Reliance Trust Company	MetLife Stable Value Fund for ABG Cc	**	$ 356,458
	Federated Investment Mgmt Co.	Federated Prime Obligations Instl Share	**	6
		Mutual Funds:		
	American Beacon	American Beacon Mid Cap Value Fund	**	5,723
	BlackRock	BlackRock Capital Appreciation Fund	**	624
	Federated Investment Mgmt Co.	Federated Kaufmann Large Cap Instl Sh	**	13,064
	PIMCO	PIMCO Small Cap StocksPlus AR	**	5,184
	PrimeCap Management Co.	PrimeCap Odyssey Aggressive Growth	**	4,750
	American Funds	American Funds SmallCap World Fund	**	4,566
	Sunamerica Asset Management	SunAmerica Focused Dividend Strategy	**	15,311
	Federated Investment Mgmt Co.	Federated International Leaders Fund	**	5,101
	Oppenheimer Funds	Oppenheimer International Growth Fun	**	4,929
	Lord Abbett & Co. LLC	Lord Abbett Total Return Fund	**	3,986
	MFS Investment Management	MFS Government Securities R4	**	660
	The Killen Group, Inc.	Berwyn Income Fund	**	9,630
			Total	$ 429,992

* Denotes Party-in-Interest

** Cost information is not required to be reported for participant directed investments and notes receivable