Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

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

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

OMB Nos. 1210-0110
1210-0089

2014

This Form is Open to Public Inspection

Part I Annual Report Identification Information

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

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

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

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

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

Part II Basic Plan Information—enter all requested information

1a Name of plan
STEEL MASTERS L.P. 401(K) PLAN

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 05/01/2007

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

2214 BLALOCK
HOUSTON, TX 77080-5408

2b Employer Identification Number (EIN)
74-2174625

2c Plan Sponsor's telephone number
713-464-8652

2d Business code (see instructions)
331110

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.	10/15/2015	RAY MILLER
	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**	278
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)**	269
a(2)	Total number of active participants at the end of the plan year	**6a(2)**	207
b	Retired or separated participants receiving benefits	**6b**	0
c	Other retired or separated participants entitled to future benefits	**6c**	17
d	Subtotal. Add lines **6a(2)**, **6b**, and **6c**.	**6d**	224
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.	**6e**	0
f	Total. Add lines **6d** and **6e**.	**6f**	224
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	65
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 3B 3D

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

9a Plan funding arrangement (check all that apply)		**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)** [X] **R** (Retirement Plan Information)
- **(2)** [ ] **MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary
- **(3)** [ ] **SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary

b General Schedules

- **(1)** [X] **H** (Financial Information)
- **(2)** [ ] **I** (Financial Information – Small Plan)
- **(3)** [ ] 0 **A** (Insurance Information)
- **(4)** [ ] **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 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
STEEL MASTERS L.P. 401(K) PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
STEEL MASTERS, L.P.

D Employer Identification Number (EIN)
74-2174625

Part I Asset and Liability Statement

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

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	0	0
(2) Participant contributions	1b(2)	0	0
(3) Other	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)	88500	92683
(9) Value of interest in common/collective trusts	1c(9)		
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	2140934	2445696
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)		

		(a) Beginning of Year	(b) End of Year
1d Employer-related investments:			
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	2229434	2538379
Liabilities			
g Benefit claims payable	1g		
h Operating payables	1h		
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through1j)	1k	0	0
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	2229434	2538379

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)	142625	
(B) Participants	2a(1)(B)	210299	
(C) Others (including rollovers)	2a(1)(C)		
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		352924
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)	3303	
(E) Participant loans	2b(1)(E)		
(F) Other	2b(1)(F)		
(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		3303
(2) Dividends: **(A)** Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	79055	
(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		79055
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		0
(5) Unrealized appreciation (depreciation) of assets: **(A)** Real estate	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines **2b(5)(A)** and **(B)**	2b(5)(C)		0

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		32834
c Other income	2c		
d Total income. Add all **income** amounts in column (b) and enter total	2d		468116
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	157722	
(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)		157722
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)	1449	
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)		
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		1449
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		159171
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		308945
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

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

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

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

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

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

(1) Name: CARLOS TABOADA & COMPANY, PC **(2)** EIN: 45-2609906

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		4040
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)	4b		X	

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

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

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

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

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

Part V Trust Information (optional)

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

SCHEDULE R (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Retirement Plan Information

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

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

OMB No. 1210-0110

2014

This Form is Open to Public Inspection.

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

A Name of plan
STEEL MASTERS L.P. 401(K) PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
STEEL MASTERS, L.P.

D Employer Identification Number (EIN)
74-2174625

Part I Distributions

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

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

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

EIN(s): 95-2769620

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

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

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

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

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

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

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

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

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

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

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

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

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

Part III Amendments

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

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

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

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

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

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

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

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

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

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

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

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

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

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

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

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

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

a Enter the percentage of plan assets held as:
Stock: 0.0% 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):

STEEL MASTERS, LP 401(K) PLAN

FINANCIAL STATEMENTS

DECEMBER 31, 2014 AND 2013

WITH INDEPENDENT AUDITORS' REPORT

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Carlos Taboada & Company, P.C.
CERTIFIED PUBLIC ACCOUNTANTS

Independent Auditors' Report

Plan Administrator
Steel Masters, LP 401(K) Plan
Houston, Texas

Report on the Financial Statements
We were engaged to audit the accompanying financial statements of Steel Masters, LP 401(K) Plan, which comprise the statement of net assets available for benefits as of December 31, 2014 and 2013 and the related statement of changes in net assets available for benefits for the years then ended, and the notes to the financial statements.

Management's Responsibility for 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 matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion
As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in the note D to the financial statements, which was certified by Capital Bank and Trust Company, the trustee of the Plan, except for comparing the information with the related information included in the financial statements and supplemental schedules. We have been informed by the plan administrator that the trustee holds certain of 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 of 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 Matters
The supplemental schedules of (1) Schedule of Assets Held, and (2) Schedule of Reportable Transactions as of or for the year ended December 31, 2014 are required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and are presented for the purpose of additional analysis and are not a required part of the financial statements. Because of the significance of the matter described in the Basis of Disclaimer of Opinion paragraph, we do not express an opinion on the supplemental schedules referred to above.

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

Carlos Taborda & Company, PC

October 9, 2015

STEEL MASTERS, LP 401(K) PLAN

STATEMENT OF NET ASSETS AVAILABLE FOR BENEFITS

DECEMBER 31, 2014 AND 2013

	2014	2013
ASSETS		
Participant directed investments, at fair value shares of registered investments	$ 2,445,697	$ 2,140,935
Participants' loans	91,111	88,500
Receivables		
Employees' contributions	6,310	-
Employer's contributions	8,423	-
Total Receivables	14,733	-
Total Assets	$ 2,551,541	$ 2,229,435
LIABILITIES		
Accrual for excess contribution	$ 14,400	$ 14,400
Total liabilities	14,400	14,400
NET ASSETS AVAILABLE FOR BENEFITS	$ 2,537,141	$ 2,215,035

See accompanying notes to financial statements.

STEEL MASTERS, LP 401(K) PLAN

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

FOR YEARS ENDED DECEMBER 31, 2014 AND 2013

	2014	2013
ADDITIONS TO NET ASSETS ATTRIBUTED TO		
Contributions		
Participants'	$ 208,692	$ 210,547
Employer's	151,049	143,735
Roth	6,343	-
	366,084	354,282
Gains from registered investments	32,835	266,551
Interest and dividend income	79,055	42,572
Interest from loans	3,303	2,102
Total Additions	481,277	665,507
DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO		
Benefits paid to participants	157,722	50,305
Provision for excess contributions	-	14,400
Administrative expenses	1,449	1,334
Total Deductions	159,171	66,039
NET INCREASE	322,106	599,468
NET ASSETS AVAILABLE FOR BENEFITS		
BEGINNING OF YEAR	2,215,035	1,615,567
END OF YEAR	$ 2,537,141	$ 2,215,035

See accompanying notes to financial statements.

STEEL MASTERS, LP 401(K) PLAN

NOTES TO FINANCIAL STATEMENTS

NOTE A - DESCRIPTION OF PLAN

The following description of the Steel Masters, LP 401(K) Plan ("the Plan") provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

General - The Plan is a defined contribution plan covering all full-time employees of Steel Masters, LP who have 90 days of service. The Plan became effective May 1, 2007. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). Benefits under the Plan are provided by a trust fund. All assets in the Plan are subject to participant investment directions.

Contributions - Each year, participants may contribute up to the maximum percentage allowable of their pretax annual income, subject to the limits set by the Internal Revenue Code. Steel Masters, LP may make discretionary matching contributions in addition to any safe harbor matching contribution. The maximum discretionary matching contribution that can be made on behalf of any participant is 4% of compensation.

Participant Accounts - Each participant's account is credited with the participant's contribution and allocations of (a) the Steel Masters, LP's safe harbor and discretionary matching contribution, (b) Plan earnings, and (c) forfeitures of terminated participants' invested amounts, and (d) charged with an allocation of administrative expenses. Allocations are based on participant earnings or account balances, as defined in the Plan. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Vesting and Forfeitures - The participants contributions and Steel Masters, LP's safe harbor contribution are 100% vested. Vesting in Steel Masters, LP's discretionary matching contribution portion of a participant's accounts is based on years of service at 20% per plan year after two years of service. A participant is 100% vested in the Steel Masters, LP's discretionary matching contributions after six years of service. A year of service is defined as completing at least 1,000 hours of service during the Plan year. Forfeitures of matching contributions will be used to reduce Steel Masters, LP's matching contributions.

Payment of Benefits - On termination of service, participants may elect to have his or her vested account distributed in one lump sum or as specified in the plan.

NOTE B - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting - The financial statements of the Plan are prepared under the accrual method of accounting.

Use of Estimates - The preparation of financial statements in conformity with accounting principles generally accepted in the United States 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. The most critical estimate is the fair value of the investments.

NOTE B - CONTINUED

Investment Valuation and Income Recognition - The Plan's investments are stated at fair value. Shares of mutual funds with American Funds and other mutual funds are valued at quoted market prices which represent the net asset value held by the Plan at the end of its fiscal year. Purchases and sales of securities are recorded on a trade-date basis. Dividends are recorded on the accrual basis as recognized by the different portfolios managed by American Funds.

Participant loans - Participants may borrow from the Plan. The loan amount is limited the lesser of (1) $50,000 (less any outstanding loans) with a minimum of $1,000 or (2) 50% of their vested interest in the Plan. The loans are secured by the balance in the participant account and bear interest at 4.25%. Principal and interest are paid ratably through payroll deductions. These loans are considered to be fully collectible; accordingly, an allowance for doubtful amounts has not been established.

Payment of Benefits - Benefits are recorded when paid.

Date of Management Review - Subsequent events were evaluated through October 9, 2015 , which is the date the financial statements were available to be issued. Based on the results of the evaluation, no adjustments or additional disclosures have been made to the financial statements.

NOTE C - FAIR VALUE MEASUREMENTS

The Plan's investments are reported at fair value in the accompanying statement of net assets available for benefit. The methods used to measure fair value may produce an amount 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 financial statements reflect the adoption of the fair value measurements established by the Accounting Standards Codification (ASC) Section 820. ASC Sec 820 establishes a single authoritative definition of fair value, sets a framework for measuring fair value and requires additional disclosures about fair value measurement. In accordance with ASC Sec 820, the Plan classifies its investments into Level 1, which refers to securities traded in an active market; Level 2, which refers to securities not traded on an active market but for which observable market inputs are readily available or Level 1 securities where there is a contractual restriction; and Level 3, which refers to securities not traded in an active market and for which no significant observable market inputs are available.

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 measurements. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

NOTE C - CONTINUED

The following table provides further details of the fair value measurements.

		Fair Value Measurements Using		
	Fair Value	**Level 1**	**Level 2**	**Level 3**
December 31, 2014				
Registered investments				
Target Date	$1,306,845	$1,306,845	$ -	$ -
Growth and Income	314,507	314,507	-	-
Growth	269,530	269,530	-	-
Bonds	226,643	226,643	-	-
Equity Income	185,611	185,611	-	-
Balanced	108,095	108,095	-	-
Cash Equivalent	34,466	34,466	-	-
Total	$2,445,697	$2,445,697	$ -	$ -
December 31, 2013				
Registered investments				
Target Date	$1,205,965	$1,205,965	$ -	$ -
Growth and Income	278,925	278,925	-	-
Growth	214,719	214,719	-	-
Bonds	175,618	175,618	-	-
Equity Income	157,599	157,599	-	-
Balanced	80,350	80,350	-	-
Cash Equivalent	27,759	27,759	-	-
Total	$2,140,935	$2,140,935	$ -	$ -

The following is a description of the valuation methodologies used for assets valued at fair value:

Registered investments (mutual funds)- Valued at the net asset value of the shares held by the Plan at year end.

There have been no changes in the methodologies used in 2014 and 2013.

NOTE D - DEPARTMENT OF LABOR LIMITED SCOPE AUDIT

The information provided and certified by Capital Bank and Trust Company (CBTC) with regard to investment assets, investment transactions, income, contributions, distributions, other expense transactions, fund information, and the schedules of assets held for investment purposes was relied upon by us and not included in the scope of our audit.

The following information included in the accompanying financial statements and supplemental schedule were obtained from information that has been prepared and certified to us as complete and accurate by CBTC:

Participant directed investments, at fair value

	2014	2013
American Balanced Fund	$ 108,095	$ 80,350
American Funds 2010 Target Date	92,979	76,547
American Funds 2015 Target Date	7,175	30,516
American Funds 2020 Target Date	772,039	665,316
American Funds 2025 Target Date	250,448	198,710
American Funds 2030 Target Date	48,651	39,838
American Funds 2035 Target Date	59,091	55,071
American Funds 2045 Target Date	74,667	138,969
American Funds 2050 and 2055 Target Date	1,795	998
Capital Income Builder	185,611	157,599
Capital World Growth and Income	282,550	256,056
Cash Management Trust of America	34,466	27,759
Europacific Growth Fund	62,747	57,415
New Perspective Fund	35,569	30,434
Smallcap World Fund	96,365	75,906
The Bond Fund of America	99,940	69,664
The Growth Fund of America	74,849	50,964
The Investment Company of America	31,957	22,869
U.S. Government Securities Fund	126,703	105,954
Total	$ 2,445,697	$ 2,140,935
Loans to participants	$ 92,684	$ 88,500
Contributions	$ 352,923	$ 354,282
Gains, interest and dividend income from registered investments	$ 111,890	$ 309,123

NOTE D - CONTINUED

	2014	2013
Interest from loans	$ 3,303	$ 2,102
Benefits paid	$ 157,722	$ 50,305
Administrative expenses	$ 1,449	$ 1,334

NOTE E - INVESTMENTS

The following presents investments that represent 5% or more of the Plan's net assets at December 31, 2014 and 2013.

	2014	2013
American Funds 2020 Target Date	$ 772,039	$ 665,316
American Funds 2025 Target Date	250,448	198,710
American Funds 2045 Target Date	74,667	138,969
Capital Income Builder	185,611	157,599
Capital World Growth and Income	282,550	256,056
U.S. Government Securities Fund	126,703	105,954
Total	$ 1,692,018	$ 1,522,604

The above investments are participant directed.

During 2014 and 2013, the Plan's investments (including gains and losses on investments bought and sold, as well as investments held at year end) appreciated in value by $32,835 and $266,551, respectively.

NOTE F - TAX STATUS

The Plan is based on the Alliance Benefit Group Of Houston, Inc. Prototype Non-Standardized 401(k) Profit Sharing Plan and Trust. During 2001 the Internal Revenue Service determined and informed the sponsor that the master plan is acceptable and in accordance with section 401 of the Internal Revenue Code. Although the Plan has been amended since receiving the determination letter, the Plan administrator believes that the Plan is designated and is currently being operated in compliance with the applicable requirements of the Internal Revenue code and therefore believes the Plan is qualified and the the related trust is tax-exempt.

NOTE F - TAX STATUS-CONTINUED

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 organization has taken an uncertain position that more likely than not would not be sustained upon examination by the Internal Revenue Service and the Department of Labor. The plan administrator 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 plan administrator believes it is no longer subject to income tax examinations for years prior to 2011.

NOTE G - RECONCILIATION OF FINANCIAL STATEMENTS TO FORM 5500

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

Net assets available for benefits per financial statements	$ 2,537,141
Adjustments as a result of audit procedures	
Accrual for excess contributions	14,400
Accrual for loan repayment	1,572
Accrual for employer and employee contributions	(14,733)
Rounding	(1)
Net Assets Available for Benefits Per Form 5500	$ 2,538,379

The following is a reconciliation of contributions, earnings, and expenses per financial statements to the Form 5500:

	Contributions	Earnings	Expenses
Per financial statements	$ 366,084	$ 115,193	$ 159,171
Accrued contributions	(13,160)	-	-
Reconciling items- rounding	-	(1)	-
Per Form 5500	$ 352,924	$ 115,192	$ 159,171

NOTE H—RELATED PARTY TRANSACTIONS

At December 31, 2014, the Plan includes a prior year accrual for excess contributions amounting to $14,400 for contributions made in excess of amounts allowed by the Internal Revenue Service. The Plan intends to repay the participants in 2015.

NOTE H—RELATED PARTY TRANSACTIONS-CONTINUED

Certain Plan investments are shares of mutual funds that are associated with CBTC. CBTC is the trustee as defined by the Plan. These transactions qualify as exempt party-in-interest transactions. No fees were paid for investment management services for the year ending December 31, 2014.

During 2014 and 2013, Steel Masters, LP paid certain expenses associated with the Plan's operations. This includes the the cost of the limited scope audit and third party administration fees. These fees were approximately $9,800 and $10,200, respectively.

NOTE I—PROHIBITED TRANSACTIONS

The Plan failed to remit to the Plan's trustees certain employee contributions totaling $6,310 within the period prescribed by the Department of Labor. This amount included $1,572 of loan repayments. The amounts have been paid to the Trustee.

NOTE J—PLAN TERMINATION

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

NOTE K - RISKS AND UNCERTAINTIES

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

STEEL MASTERS, LP 401(K) PLAN

SCHEDULE OF ASSETS HELD AT THE END OF YEAR

DECEMBER 31, 2014

INVESTMENTS

IDENTITY OF ISSUE	DESCRIPTION OF INVESTMENT	CURRENT VALUE
American Balanced Fund	Mutual Fund	$ 108,095
American Funds 2010 Target Date *	Mutual Fund	92,979
American Funds 2015 Target Date *	Mutual Fund	7,175
American Funds 2020 Target Date *	Mutual Fund	772,039
American Funds 2025 Target Date *	Mutual Fund	250,448
American Funds 2030 Target Date *	Mutual Fund	48,651
American Funds 2035 Target Date *	Mutual Fund	59,091
American Funds 2045 Target Date *	Mutual Fund	74,667
American Funds 2050 Target Date *	Mutual Fund	1,620
American Funds 2055 Target Date *	Mutual Fund	175
Capital Income Builder	Mutual Fund	185,611
Capital World Growth and Income	Mutual Fund	282,550
Cash Management Trust of America	Mutual Fund	34,466
Europacific Growth Fund	Mutual Fund	62,747
New Perspective Fund	Mutual Fund	35,569
Smallcap World Fund	Mutual Fund	96,365
The Bond Fund of America	Mutual Fund	99,940
The Growth Fund of America	Mutual Fund	74,849
The Investment Company of America	Mutual Fund	31,957
U.S. Government Securities Fund	Mutual Fund	126,703
Total		$ 2,445,697
LOANS		$ 91,111
RECEIVABLES		
Employer and employees		$ 14,733

* Represents a party-in interest

See independent auditors' report.

STEEL MASTERS, LP 401(K) PLAN

SCHEDULE OF REPORTABLE TRANSACTIONS

DECEMBER 31, 2014

Participant Contributions Transferred Late to Plan	Total that Contributed to Prohibited Transactions $4,040			Total Fully Corrected Under VFCP and PTE 2002-51
Check here if late participant loan repayment are indexed = 1008	Contributions not corrected	Contributions corrected outside VFCP	Contributions pending correction on VFCP	
	0	4040	0	0

See independent auditors' report.

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

Name of Plan:

► Steel Masters 401(k) Plan

Employer Identification Number:► 74-2174625

For plan year (beginning/ending):► 01/01/2014 - 12/31/2014 Plan number:► 001

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	(d) Cost	(e) Current value
	Investment Co of America	Mutual Funds		31,957
	Growth Fund of America	Mutual Funds		74,849
	New Perspective	Mutual Funds		35,569
	Bond Fund of America	Mutual Funds		99,940
	American Balanced	Mutual Funds		108,095
	Capital Income Builder	Mutual Funds		185,611
	Europacific Growth	Mutual Funds		62,747
	US Government Securities	Mutual Funds		126,703
	Capital World Grth & Inc	Mutual Funds		282,550
	Small Cap World Fund	Mutual Funds		96,365
	AmFnds 2010 Target Date	Mutual Funds		92,979
	AmFnds 2015 Target Date	Mutual Funds		7,175
	AmFnds 2020 Target Date	Mutual Funds		772,039
	AmFnds 2025 Target Date	Mutual Funds		250,448
	AmFnds 2030 Target Date	Mutual Funds		48,651
	AmFnds 2035 Target Date	Mutual Funds		59,091
	AmFnds 2045 Target Date	Mutual Funds		74,667
	AmFnds 2050 Target Date	Mutual Funds		1,620
	AmFnds 2055 Target Date	Mutual Funds		175
	Money Market Fund	Mutual Funds		34,466
*	Loans	Participant Loans		92,684

STEEL MASTERS, LP 401(K) PLAN

SCHEDULE OF ASSETS HELD AT THE END OF YEAR

DECEMBER 31, 2014

INVESTMENTS

IDENTITY OF ISSUE	DESCRIPTION OF INVESTMENT	CURRENT VALUE
American Balanced Fund	Mutual Fund	$ 108,095
American Funds 2010 Target Date *	Mutual Fund	92,979
American Funds 2015 Target Date *	Mutual Fund	7,175
American Funds 2020 Target Date *	Mutual Fund	772,039
American Funds 2025 Target Date *	Mutual Fund	250,448
American Funds 2030 Target Date *	Mutual Fund	48,651
American Funds 2035 Target Date *	Mutual Fund	59,091
American Funds 2045 Target Date *	Mutual Fund	74,667
American Funds 2050 Target Date *	Mutual Fund	1,620
American Funds 2055 Target Date *	Mutual Fund	175
Capital Income Builder	Mutual Fund	185,611
Capital World Growth and Income	Mutual Fund	282,550
Cash Management Trust of America	Mutual Fund	34,466
Europacific Growth Fund	Mutual Fund	62,747
New Perspective Fund	Mutual Fund	35,569
Smallcap World Fund	Mutual Fund	96,365
The Bond Fund of America	Mutual Fund	99,940
The Growth Fund of America	Mutual Fund	74,849
The Investment Company of America	Mutual Fund	31,957
U.S. Government Securities Fund	Mutual Fund	126,703
Total		$ 2,445,697
LOANS		$ 91,111
RECEIVABLES		
Employer and employees		$ 14,733

* Represents a party-in interest

See independent auditors' report.