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 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

2018

This Form is Open to Public Inspection

Part I Annual Report Identification Information

For calendar plan year 2018 or fiscal plan year beginning 01/01/2018 and ending 12/31/2018

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.)
- [X] a single-employer plan
- [ ] a DFE (specify) ____

B This return/report is:
- [X] 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
DOUGLAS ORR PLUMBING, INC. EMPLOYEE STOCK OWNERSHIP PLAN

1b Three-digit plan number (PN) ▶ 002

1c Effective date of plan 01/01/2018

2a Plan sponsor's name (employer, if for a single-employer plan)
Mailing address (include room, apt., suite no. and street, or P.O. Box)
City or town, state or province, country, and ZIP or foreign postal code (if foreign, see instructions)
DOUGLAS ORR PLUMBING, INC.

301 FLAGLER DR.
MIAMI SPRINGS, FL 33166

2b Employer Identification Number (EIN) 59-1958608

2c Plan Sponsor's telephone number 305-420-6731

2d Business code (see instructions) 238220

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

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

SIGN HERE	Filed with authorized/valid electronic signature.	09/30/2019	MARCUS SPIEGELBERG
	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

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 or the plan name has changed since the last return/report filed for this plan, enter the plan sponsor's name, EIN, the plan name and the plan number from the last return/report: **a** Sponsor's name **c** Plan Name	**4b** EIN **4d** PN	
5 Total number of participants at the beginning of the plan year	**5**	160
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)**	160
a(2) Total number of active participants at the end of the plan year	**6a(2)**	126
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**	126
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.	**6e**	0
f Total. Add lines **6d** and **6e**.	**6f**	126
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	0
h Number of participants who 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:

2P 2Q

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 2018 Form M-1 annual report. If the plan was not required to file the 2018 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

2018

This Form is Open to Public Inspection

For calendar plan year 2018 or fiscal plan year beginning 01/01/2018 and ending 12/31/2018

A Name of plan
DOUGLAS ORR PLUMBING, INC. EMPLOYEE STOCK OWNERSHIP PLAN

B Three-digit plan number (PN) ▶ 002

C Plan sponsor's name as shown on line 2a of Form 5500
DOUGLAS ORR PLUMBING, INC.

D Employer Identification Number (EIN)
59-1958608

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)	0	0
(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)	0	0
(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)		
(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)		
(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)	0	330000
	(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	0	330000
	Liabilities			
g	Benefit claims payable	1g		
h	Operating payables	1h		
i	Acquisition indebtedness	1i	0	15500000
j	Other liabilities	1j		
k	Total liabilities (add all amounts in lines 1g through1j)	1k	0	15500000
	Net Assets			
l	Net assets (subtract line 1k from line 1f)	1l	0	-15170000

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)	0	
	(B) Participants	2a(1)(B)	0	
	(C) Others (including rollovers)	2a(1)(C)	0	
	(2) Noncash contributions	2a(2)		
	(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		0
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)		
	(E) Participant loans	2b(1)(E)		
	(F) Other	2b(1)(F)		
	(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		0
	(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)		
	(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		0
	(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)	-15170000	
	(C) Total unrealized appreciation of assets. Add lines **2b(5)(A)** and **(B)**	2b(5)(C)		-15170000

		(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)		
c Other income	2c		
d Total income. Add all **income** amounts in column (b) and enter total	2d		-15170000
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		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)		
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		0
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		0
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		-15170000
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

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

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

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

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

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

(1) Name: PICKETT CHANEY & MCMULLEN LLP **(2)** EIN: 48-1246310

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		200000
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? ☐ Yes ☒ No
If "Yes," enter the amount of any plan assets that reverted to the employer this year _____.

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
If "Yes" is checked, enter the My PAA confirmation number from the PBGC premium filing for this plan year_____. (See instructions.)

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 sections 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

2018

This Form is Open to Public Inspection.

For calendar plan year 2018 or fiscal plan year beginning 01/01/2018 and ending 12/31/2018

A Name of plan
DOUGLAS ORR PLUMBING, INC. EMPLOYEE STOCK OWNERSHIP PLAN

B Three-digit plan number (PN) ▶ 002

C Plan sponsor's name as shown on line 2a of Form 5500
DOUGLAS ORR PLUMBING, INC.

D Employer Identification Number (EIN)
59-1958608

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): _____ _____

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

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

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

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

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

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

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

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

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

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

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

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

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

Part III Amendments

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

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

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

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

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

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

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

DOUGLAS ORR PLUMBING, INC.
EMPLOYEE STOCK OWNERSHIP PLAN

FINANCIAL STATEMENTS AND
INDEPENDENT AUDITORS' REPORT
DECEMBER 31, 2018

Pickett, Chaney & McMullen LLP
Certified Public Accountants

9401 W. 87th Street, Suite 200, Overland Park, Kansas 66212
913.438.5077 fax 913.438.5078

INDEPENDENT AUDITORS' REPORT

To the Board of Directors of Douglas Orr Plumbing, Inc.
Miami Springs, Florida

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Douglas Orr Plumbing, Inc. Employee Stock Ownership Plan (the "Plan"), which comprise the statement of net assets available for benefits as of December 31, 2018, and the related statement of changes in net assets available for benefits for the year then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Plan management is responsible for the preparation and fair presentation of these financial statements in accordance with 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 our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.

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

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

Opinion

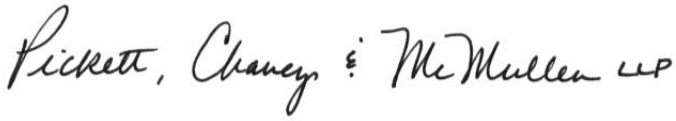
In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Plan as of December 31, 2018, and the changes in its net assets available for benefits for the year then ended, in accordance with accounting principles generally accepted in the United States of America.

Emphasis of Matter

As discussed in Note 3, the financial statements include investments in Douglas Orr Plumbing, Inc. stock valued at $330,000 (100% of total assets) at December 31, 2018, whose fair value has been estimated based upon an independent appraisal in the absence of readily determinable fair values. Our opinion is not modified with respect to that matter.

Report on Supplemental Information

Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole. The supplemental Schedule of Assets as of December 31, 2018 and the Schedule of Reportable Transactions for the year ended December 31, 2018, are presented for the purpose of additional analysis and are not a required part of the financial statements but are supplemental information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. Such information is the responsibility of the Plan's management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.



Overland Park, Kansas
October 4, 2019

DOUGLAS ORR PLUMBING, INC.
EMPLOYEE STOCK OWNERSHIP PLAN

STATEMENT OF NET ASSETS (DEFICIT) AVAILABLE FOR BENEFITS
DECEMBER 31, 2018

	Allocated	Unallocated	Total
ASSETS			
Investment, at estimated fair value - Common stock of Douglas Orr Plumbing, Inc. (1,000,000 shares)	$ -	$ 330,000	$ 330,000
Total assets	-	330,000	330,000
LIABILITIES			
Note payable to a related party		15,500,000	15,500,000
Total liabilities	-	15,500,000	15,500,000
NET ASSETS AVAILABLE FOR BENEFITS	$ -	$ (15,170,000)	$ (15,170,000)

See notes to financial statements.

DOUGLAS ORR PLUMBING, INC.
EMPLOYEE STOCK OWNERSHIP PLAN

STATEMENT OF CHANGES IN NET ASSETS
YEAR ENDED DECEMBER 31, 2018

ADDITIONS TO NET ASSETS ATTRIBUTED TO:	Allocated	Unallocated	Total
Investment loss:			
Net depreciation in fair value of common stock	$ -	$ (15,170,000)	$ (15,170,000)
Total investment loss	-	(15,170,000)	(15,170,000)
Total additions	-	(15,170,000)	(15,170,000)
NET DECREASE	-	(15,170,000)	(15,170,000)
NET ASSETS AVAILABLE FOR BENEFITS:			
Beginning of year	-	-	-
End of year	$ -	$ (15,170,000)	$ (15,170,000)

See notes to financial statements.

DOUGLAS ORR PLUMBING, INC.
EMPLOYEE STOCK OWNERSHIP PLAN

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2018

1. DESCRIPTION OF THE PLAN

The Douglas Orr Plumbing, Inc. Employee Stock Ownership Plan (the "Plan") was adopted by the Board of Directors of Douglas Orr Plumbing, Inc. (the "Company" or the "Sponsor") on January 1, 2018, and operates as a leveraged Employee Stock Ownership Plan ("ESOP"). The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA").

The Plan is administered by Custos Fiduciary. The following description of the Plan provides only general information.

The Plan purchased approximately 75% of the Company's fully diluted shares (1,000,000 shares), using the proceeds of a borrowing with the Company in the amount of $15,500,000. The Company maintains a separate stock account for each participant and credits thereto the number of shares of employer stock allocated to the participant as a result of the employer's contribution and forfeitures of terminated participants' nonvested accounts for each Plan year. As the Plan makes each payment of principal and interest, an appropriate percentage of stock is allocated to eligible participant accounts in accordance with applicable provisions of the Plan.

The borrowing is collateralized by the unallocated shares of stock. The Company has no rights against shares once they are allocated under the ESOP. As the loan to the Company is paid off, shares are allocated to eligible participants. Accordingly, the financial statements of the Plan present separately the assets and liabilities and changes therein pertaining to:

1. The accounts of participants with vested rights in allocated stock (allocated).
2. Stock not yet allocated to participants (unallocated).

As of December 31, 2018, no shares have been allocated to participants.

Eligibility – An employee is eligible to participate in the Plan after attaining the age of 18 and working one year, with 1,000 hours of service. The entry dates are January 1 and July 1, after the above conditions have been met. Any employee who was employed on January 1, 2018 and were 18 years old, were automatically eligible to participate in the Plan on January 1, 2018. Non-resident aliens are not permitted to participate in the Plan.

Employer Contributions – In order to receive an ESOP contribution, a participant must have 1,000 hours of service during the year, and be employed on the last day of the year.

ESOP contributions are discretionary based on the Company's decisions, but at a minimum must satisfy the loan's amortization schedule. There was no employer contribution in 2018, nor was one required.

Allocations to Participants' Accounts – Contributions, if any, are allocated to each participant in an amount that bears proportionally to the ratio of each participant's compensation to the total compensation of all participants eligible to receive a contribution.

Payment of Benefits – Distributions related to ESOP account balances will be made as follows:

- A participant who terminates employment with the Company who has a balance of less than $5,000 will receive a distribution in the year following the date of termination, after the valuation has been completed. The first payment will not commence until the 6th year after termination.

- A participant who reaches normal retirement age, dies, or becomes permanently disabled during a year with a balance exceeding $5,000 may receive a distribution in the year following the date of the event that led to termination, after the valuation has been completed.

- A participant who terminates employment due to resignation or being laid off for reasons other than those mentioned in the preceding points with a balance exceeding $5,000 , but does not exceed $1,105,000, the benefit will be payable in no more than five substantially equal annual installments. The first payment will not commence until the 6th year after termination.

- A participant who terminates employment due to resignation or being laid off for reasons other than those mentioned in the preceding points with a balance exceeding $1,105,000, the benefit will be payable in as many substantially equal annual installments as permitted under IRC. The first payment will not commence until the 6th year after termination.

Vesting – A participant's account is 20% vested after two years of service, with an additional 20% accruing with each additional year of service. Full vesting occurs after six years of service. For purposes of counting years of service, the Plan document states that any year beginning on January 1, 2018 with 1,000 hours, will count as a year of service.

Forfeitures – Amounts that are forfeited from the ESOP accounts of participants whose account balances are not fully vested are reallocated to eligible participants, as set forth in the Plan document. There are no forfeitures available at December 31, 2018.

Expenses – The Company pays the expenses of the Plan.

Voting Rights – Each participant is entitled to exercise certain voting rights, as set forth in the Plan document, attributable to the shares allocated to his or her account and is notified by the trustee prior to the time that such rights are to be exercised. The trustee is permitted to vote any share for which a participant has not given instructions.

Diversification – Diversification is offered to participants close to retirement so that they may have the opportunity to move part of the value of their investment in Company stock into investments that are more diversified. Each participant in the Plan who has reached the age of 55 with 10 years of participation under the Plan has the ability to direct at least 25 percent of his or her account balance attributable to Company Stock over a 5-year period, and in the 6th year, may diversify 50% of his or her account balance.

Termination of the Plan – Although the Company has not expressed any intent to do so, it has the right to discontinue its contributions at any time and to terminate the Plan subject to the provisions set forth in the Plan and under ERISA. In the event that the Plan should be terminated, participants will become 100% vested in their accounts. Any unallocated forfeitures or contributions as of the date of the Plan termination will be allocated based on normal Plan provisions. Account balances would be adjusted for earnings or losses since the last valuation date. The Plan's normal provisions concerning the form and procedures for benefit distributions would be applied.

The Administrative Committee shall direct the trustee to pay all liabilities and expenses of the trust fund and to sell shares of financed stock held in the loan suspense account to the extent it determines such sale to be necessary in order to repay the loan.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting and Presentation – The accompanying financial statements have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America.

Investment Valuation and Income Recognition – The Plan's investment is 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. Purchases and sales of securities are recorded on a trade-date basis.

Use of Estimates – The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Contributions – Contributions are reported in the year services are rendered to the Company by the Plan participants.

Payment of Benefits – Benefit payments are reported in the year paid.

Risks and Uncertainties - The Plan's sole investment is the Company's common stock. The stock is exposed to various risks, such as interest rate, market, and credit risks, as well as valuation assumptions based on earnings, cash flows, and/or other such techniques. Due to the level of risk associated with the investment in the common stock, it is at least reasonably possible that changes in the value of the common stock will occur in the near term and, that such changes could materially affect the amounts reported in the financial statements.

Date of Management's Review – Subsequent events have been evaluated through October 4, 2019, which is the date the financial statements were available to be issued, and there were no material events requiring recognition or disclosure.

3. FAIR VALUE MEASUREMENTS

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

Level 1 – Inputs consist of unadjusted quoted prices for identical assets in active markets that the plan has the ability to access.

Level 2 – Inputs consist of 1) quoted prices for similar assets in active markets, 2) quoted prices for identical or similar assets in inactive markets, 3) inputs other than quoted prices that are observable, and 4) inputs that are derived principally from or corroborated by observable market data by correlation or other means. If the asset has a specified (contractual) term, the level 2 input must be observable for substantially the full term.

Level 3 – Inputs consist of unobservable inputs where there is little or no market activity, and the reporting entity makes estimates and assumptions related to the pricing of the asset including assumptions regarding risk.

The assets 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:

Company Stock of Douglas Orr Plumbing, Inc. – The Company Stock is valued at estimated fair value by an independent appraiser using the Market-Based Approach – *Guideline Transaction Method,* and the Income-Based Approach – *Discounted Cash Flow Method*. The appraiser took into account historical and projected cash flow and net income, return on assets, return on equity, market comparables, and estimated fair value of company assets and liabilities.

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 Plan's investments are reported at fair value as follows at December 31, 2018:

	Fair Value	Level 1	Level 2	Level 3
December 31, 2018				
Company Stock of Douglas Orr Plumbing, Inc.	$ 330,000	$ -	$ -	$ 330,000

The following table provides further details of Level 3 fair value measurements at December 31, 2018:

	Company Stock of Douglas Orr Plumbing, Inc.
Beginning Balance	$ -
Realized gains/(losses)	
Unrealized gains/(losses) relating to investments still held at year end	(15,170,000)
Purchases	15,500,000
Sales	-
	$ 330,000
The amount of total gains/(losses) for the period included in changes in net assets attributable to the change in unrealized gains/(losses) relating to assets still held at year end	$ (15,170,000)

The following table represents the quantitative information about significant unobservable inputs used in level 3 fair value measurements, including the valuation techniques used to measure the fair value, and the significant unobservable inputs.

Investment	Fair Value 12/31/2018	Valuation Technique	Significant Unobservable Inputs
Common Stock of Douglas Orr Plumbing, Inc	$ 330,000	Market-Based Approach - *Guideline Transaction Method*	- Liquidity, Coverage & Leverage Ratios - Profitability & Return Ratios - Growth rates - Market Pricing Multiples - Discount for lack of marketability
		Income-Based Approach - *Discounted Cash Flow Method*	- Earnings Stream - Discount Rate - Terminal Value - Sustainable Long-Term Growth Rate - Discount for lack of marketability

The valuation process involves plan managements selection of an independent appraiser under contract with the right to cancel such contract at any time. Plan management accumulates the data for the appraiser from the reviewed financial statements of the Company. The appraiser prepares a preliminary report which plan management, along with the ESOP trustee, reviews in detail, discusses and approves.

4. LOANS PAYABLE

On December 31, 2018 the Plan borrowed $15,500,000 from the Company to purchase approximately 100% of the outstanding common stock of the Company – 1,000,000 shares. Unallocated shares are collateral for the loan. The loan's interest rate is 3.31%. Principal payments are to be paid annually through the year 2048. The principal payments are as follows:

.

2019	$ 309,764
2020	320,017
2021	330,610
2022	341,553
2023	352,858
Thereafter	13,845,198
	$ 15,500,000

5. TAX STATUS

The Plan has received a determination letter from the IRS dated September 30, 2019, stating that the Plan is qualified, under the IRC and, therefore, the related trust is exempt from taxation. Once qualified, the Plan is required to operate in conformity with the IRC to maintain its qualification. The Company believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the IRC and that, therefore, the Plan was qualified, and the related trust was tax-exempt as of December 31, 2018.

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 Company has taken an uncertain position that more likely than not would not be sustained

upon examination by the IRS. The Plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2018, 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.

6. EXEMPT PARTY-IN-INTEREST TRANSACTIONS

At December 31, 2018, the Plan held 74.56% of the fully diluted shares of Douglas Orr Plumbing, Inc., the sponsoring employer.

7. CONCENTRATION OF CREDIT RISK

Financial instruments, which could potentially subject the Plan to significant concentrations of credit risk, consist of the investment in common stock of the Company. The investment in the common stock of the Company accounts for 100% of the total Plan investments at December 31, 2018. The Plan owns 74.56% of the Company's fully diluted shares. The value of this investment is dependent upon the future operations of the Company.

* * * * * * *

DOUGLAS ORR PLUMBING, INC.
EMPLOYEE STOCK OWNERSHIP PLAN

FORM 5500, SCHEDULE H, PART IV, LINE 4i – SCHEDULE OF ASSETS (HELD AT END OF YEAR) AS OF DECEMBER 31, 2018 – SEE FORM 5500

Employer Identification Number: 59-1958608 Plan Identification Number: 002

	Identity of Issue, Borrower, Lessor or Similar Party	Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	Cost	Current Value
*	Douglas Orr Plumbing, Inc. Company Stock	Closely Held Common Stock (1,000,000 shares)	$ 15,500,000	$ 330,000

* Represents a party-in-interest.

DOUGLAS ORR PLUMBING, INC.
EMPLOYEE STOCK OWNERSHIP PLAN

FORM 5500 - SCHEDULE H, LINE 4j – SCHEDULE OF REPORTABLE TRANSACTIONS
YEAR ENDED DECEMBER 31, 2018

Employer Identification Number: 59-1958608 Plan Identification Number: 002

(a) Identity of Party Involved	(b) Description of Asset	(c) Purchase Price	(d) Selling Price	(g) Cost of Asset	(h) Current Value of Asset on Trans Date	(l) Net Gain or Loss
Single Transactions:						
Douglas Orr Plumbing, Inc.	Common Stock Purchase	$ 15,500,000		$ 15,500,000	$ 15,500,000	
Series Transactions:						
Douglas Orr Plumbing, Inc.	Common Stock Purchase	15,500,000		15,500,000	15,500,000	

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 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

2018

This Form is Open to Public Inspection

Part I Annual Report Identification Information

For calendar plan year 2018 or fiscal plan year beginning 01/01/2018 and ending 12/31/2018

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.)
- ☒ a single-employer plan
- ☐ a DFE (specify) ____

B This return/report is:
- ☒ the first return/report
- ☐ the final return/report
- ☐ an amended return/report
- ☐ a short plan year return/report (less than 12 months)

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

D Check box if filing under:
- ☒ Form 5558
- ☐ automatic extension
- ☐ the DFVC program
- ☐ special extension (enter description)

Part II Basic Plan Information—enter all requested information

1a Name of plan
Douglas Orr Plumbing, Inc. Employee Stock Ownership Plan

1b Three-digit plan number (PN) ▶ 002

1c Effective date of plan 01/01/2018

2a Plan sponsor's name (employer, if for a single-employer plan)
Mailing address (include room, apt., suite no. and street, or P.O. Box)
City or town, state or province, country, and ZIP or foreign postal code (if foreign, see instructions)

Douglas Orr Plumbing, Inc.

301 Flagler Dr.

Miami Springs FL 33166

2b Employer Identification Number (EIN)
59-1958608

2c Plan Sponsor's telephone number
305-420-6731

2d Business code (see instructions)
238220

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	[signature]	9/30/19	Marcus Spiegelberg
	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

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 or the plan name has changed since the last return/report filed for this plan, enter the plan sponsor's name, EIN, the plan name and the plan number from the last return/report:
a Sponsor's name
c Plan Name

4b EIN

4d PN

5 Total number of participants at the beginning of the plan year	**5**	160
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)**	160
a(2) Total number of active participants at the end of the plan year	**6a(2)**	126
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**	126
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.	**6e**	0
f Total. Add lines **6d** and **6e**	**6f**	126
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	0
h Number of participants who 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:
2P 2Q

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) Trust	[X]	**(3)** Trust	[X]
(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) [ ] ___ **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 2018 Form M-1 annual report. If the plan was not required to file the 2018 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_____

DOUGLAS ORR PLUMBING, INC.
EMPLOYEE STOCK OWNERSHIP PLAN

FINANCIAL STATEMENTS AND
INDEPENDENT AUDITORS' REPORT
DECEMBER 31, 2018

Pickett, Chaney & McMullen LLP
Certified Public Accountants

9401 W. 87th Street, Suite 200, Overland Park, Kansas 66212
913.438.5077 fax 913.438.5078

INDEPENDENT AUDITORS' REPORT

To the Board of Directors of Douglas Orr Plumbing, Inc.
Miami Springs, Florida

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Douglas Orr Plumbing, Inc. Employee Stock Ownership Plan (the "Plan"), which comprise the statement of net assets available for benefits as of December 31, 2018, and the related statement of changes in net assets available for benefits for the year then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Plan management is responsible for the preparation and fair presentation of these financial statements in accordance with 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 our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.

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

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

Opinion

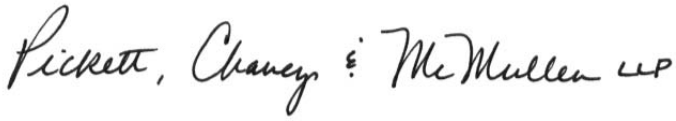
In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Plan as of December 31, 2018, and the changes in its net assets available for benefits for the year then ended, in accordance with accounting principles generally accepted in the United States of America.

Emphasis of Matter

As discussed in Note 3, the financial statements include investments in Douglas Orr Plumbing, Inc. stock valued at $330,000 (100% of total assets) at December 31, 2018, whose fair value has been estimated based upon an independent appraisal in the absence of readily determinable fair values. Our opinion is not modified with respect to that matter.

Report on Supplemental Information

Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole. The supplemental Schedule of Assets as of December 31, 2018 and the Schedule of Reportable Transactions for the year ended December 31, 2018, are presented for the purpose of additional analysis and are not a required part of the financial statements but are supplemental information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. Such information is the responsibility of the Plan's management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.



Overland Park, Kansas
October 4, 2019

DOUGLAS ORR PLUMBING, INC.
EMPLOYEE STOCK OWNERSHIP PLAN

STATEMENT OF NET ASSETS (DEFICIT) AVAILABLE FOR BENEFITS
DECEMBER 31, 2018

	Allocated	Unallocated	Total
ASSETS			
Investment, at estimated fair value - Common stock of Douglas Orr Plumbing, Inc. (1,000,000 shares)	$ -	$ 330,000	$ 330,000
Total assets	-	330,000	330,000
LIABILITIES			
Note payable to a related party		15,500,000	15,500,000
Total liabilities	-	15,500,000	15,500,000
NET ASSETS AVAILABLE FOR BENEFITS	$ -	$ (15,170,000)	$ (15,170,000)

See notes to financial statements.

DOUGLAS ORR PLUMBING, INC.
EMPLOYEE STOCK OWNERSHIP PLAN

STATEMENT OF CHANGES IN NET ASSETS
YEAR ENDED DECEMBER 31, 2018

ADDITIONS TO NET ASSETS ATTRIBUTED TO:	Allocated	Unallocated	Total
Investment loss:			
Net depreciation in fair value of common stock	$ -	$ (15,170,000)	$ (15,170,000)
Total investment loss	-	(15,170,000)	(15,170,000)
Total additions	-	(15,170,000)	(15,170,000)
NET DECREASE	-	(15,170,000)	(15,170,000)
NET ASSETS AVAILABLE FOR BENEFITS:			
Beginning of year	-	-	-
End of year	$ -	$ (15,170,000)	$ (15,170,000)

See notes to financial statements.

DOUGLAS ORR PLUMBING, INC.
EMPLOYEE STOCK OWNERSHIP PLAN

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2018

1. DESCRIPTION OF THE PLAN

The Douglas Orr Plumbing, Inc. Employee Stock Ownership Plan (the "Plan") was adopted by the Board of Directors of Douglas Orr Plumbing, Inc. (the "Company" or the "Sponsor") on January 1, 2018, and operates as a leveraged Employee Stock Ownership Plan ("ESOP"). The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA").

The Plan is administered by Custos Fiduciary. The following description of the Plan provides only general information.

The Plan purchased approximately 75% of the Company's fully diluted shares (1,000,000 shares), using the proceeds of a borrowing with the Company in the amount of $15,500,000. The Company maintains a separate stock account for each participant and credits thereto the number of shares of employer stock allocated to the participant as a result of the employer's contribution and forfeitures of terminated participants' nonvested accounts for each Plan year. As the Plan makes each payment of principal and interest, an appropriate percentage of stock is allocated to eligible participant accounts in accordance with applicable provisions of the Plan.

The borrowing is collateralized by the unallocated shares of stock. The Company has no rights against shares once they are allocated under the ESOP. As the loan to the Company is paid off, shares are allocated to eligible participants. Accordingly, the financial statements of the Plan present separately the assets and liabilities and changes therein pertaining to:

1. The accounts of participants with vested rights in allocated stock (allocated).
2. Stock not yet allocated to participants (unallocated).

As of December 31, 2018, no shares have been allocated to participants.

Eligibility – An employee is eligible to participate in the Plan after attaining the age of 18 and working one year, with 1,000 hours of service. The entry dates are January 1 and July 1, after the above conditions have been met. Any employee who was employed on January 1, 2018 and were 18 years old, were automatically eligible to participate in the Plan on January 1, 2018. Non-resident aliens are not permitted to participate in the Plan.

Employer Contributions – In order to receive an ESOP contribution, a participant must have 1,000 hours of service during the year, and be employed on the last day of the year.

ESOP contributions are discretionary based on the Company's decisions, but at a minimum must satisfy the loan's amortization schedule. There was no employer contribution in 2018, nor was one required.

Allocations to Participants' Accounts – Contributions, if any, are allocated to each participant in an amount that bears proportionally to the ratio of each participant's compensation to the total compensation of all participants eligible to receive a contribution.

Payment of Benefits – Distributions related to ESOP account balances will be made as follows:

- A participant who terminates employment with the Company who has a balance of less than $5,000 will receive a distribution in the year following the date of termination, after the valuation has been completed. The first payment will not commence until the 6th year after termination.

- A participant who reaches normal retirement age, dies, or becomes permanently disabled during a year with a balance exceeding $5,000 may receive a distribution in the year following the date of the event that led to termination, after the valuation has been completed.

- A participant who terminates employment due to resignation or being laid off for reasons other than those mentioned in the preceding points with a balance exceeding $5,000 , but does not exceed $1,105,000, the benefit will be payable in no more than five substantially equal annual installments. The first payment will not commence until the 6th year after termination.

- A participant who terminates employment due to resignation or being laid off for reasons other than those mentioned in the preceding points with a balance exceeding $1,105,000, the benefit will be payable in as many substantially equal annual installments as permitted under IRC. The first payment will not commence until the 6th year after termination.

Vesting – A participant's account is 20% vested after two years of service, with an additional 20% accruing with each additional year of service. Full vesting occurs after six years of service. For purposes of counting years of service, the Plan document states that any year beginning on January 1, 2018 with 1,000 hours, will count as a year of service.

Forfeitures – Amounts that are forfeited from the ESOP accounts of participants whose account balances are not fully vested are reallocated to eligible participants, as set forth in the Plan document. There are no forfeitures available at December 31, 2018.

Expenses – The Company pays the expenses of the Plan.

Voting Rights – Each participant is entitled to exercise certain voting rights, as set forth in the Plan document, attributable to the shares allocated to his or her account and is notified by the trustee prior to the time that such rights are to be exercised. The trustee is permitted to vote any share for which a participant has not given instructions.

Diversification – Diversification is offered to participants close to retirement so that they may have the opportunity to move part of the value of their investment in Company stock into investments that are more diversified. Each participant in the Plan who has reached the age of 55 with 10 years of participation under the Plan has the ability to direct at least 25 percent of his or her account balance attributable to Company Stock over a 5-year period, and in the 6th year, may diversify 50% of his or her account balance.

Termination of the Plan – Although the Company has not expressed any intent to do so, it has the right to discontinue its contributions at any time and to terminate the Plan subject to the provisions set forth in the Plan and under ERISA. In the event that the Plan should be terminated, participants will become 100% vested in their accounts. Any unallocated forfeitures or contributions as of the date of the Plan termination will be allocated based on normal Plan provisions. Account balances would be adjusted for earnings or losses since the last valuation date. The Plan's normal provisions concerning the form and procedures for benefit distributions would be applied.

The Administrative Committee shall direct the trustee to pay all liabilities and expenses of the trust fund and to sell shares of financed stock held in the loan suspense account to the extent it determines such sale to be necessary in order to repay the loan.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting and Presentation – The accompanying financial statements have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America.

Investment Valuation and Income Recognition – The Plan's investment is 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. Purchases and sales of securities are recorded on a trade-date basis.

Use of Estimates – The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Contributions – Contributions are reported in the year services are rendered to the Company by the Plan participants.

Payment of Benefits – Benefit payments are reported in the year paid.

Risks and Uncertainties - The Plan's sole investment is the Company's common stock. The stock is exposed to various risks, such as interest rate, market, and credit risks, as well as valuation assumptions based on earnings, cash flows, and/or other such techniques. Due to the level of risk associated with the investment in the common stock, it is at least reasonably possible that changes in the value of the common stock will occur in the near term and, that such changes could materially affect the amounts reported in the financial statements.

Date of Management's Review – Subsequent events have been evaluated through October 4, 2019, which is the date the financial statements were available to be issued, and there were no material events requiring recognition or disclosure.

3. FAIR VALUE MEASUREMENTS

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

Level 1 – Inputs consist of unadjusted quoted prices for identical assets in active markets that the plan has the ability to access.

Level 2 – Inputs consist of 1) quoted prices for similar assets in active markets, 2) quoted prices for identical or similar assets in inactive markets, 3) inputs other than quoted prices that are observable, and 4) inputs that are derived principally from or corroborated by observable market data by correlation or other means. If the asset has a specified (contractual) term, the level 2 input must be observable for substantially the full term.

Level 3 – Inputs consist of unobservable inputs where there is little or no market activity, and the reporting entity makes estimates and assumptions related to the pricing of the asset including assumptions regarding risk.

The assets 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:

Company Stock of Douglas Orr Plumbing, Inc. – The Company Stock is valued at estimated fair value by an independent appraiser using the Market-Based Approach – *Guideline Transaction Method,* and the Income-Based Approach – *Discounted Cash Flow Method*. The appraiser took into account historical and projected cash flow and net income, return on assets, return on equity, market comparables, and estimated fair value of company assets and liabilities.

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 Plan's investments are reported at fair value as follows at December 31, 2018:

	Fair Value	Level 1	Level 2	Level 3
December 31, 2018				
Company Stock of Douglas Orr Plumbing, Inc.	$ 330,000	$ -	$ -	$ 330,000

The following table provides further details of Level 3 fair value measurements at December 31, 2018:

	Company Stock of Douglas Orr Plumbing, Inc.
Beginning Balance	$ -
Realized gains/(losses)	
Unrealized gains/(losses) relating to investments still held at year end	(15,170,000)
Purchases	15,500,000
Sales	-
	$ 330,000
The amount of total gains/(losses) for the period included in changes in net assets attributable to the change in unrealized gains/(losses) relating to assets still held at year end	$ (15,170,000)

The following table represents the quantitative information about significant unobservable inputs used in level 3 fair value measurements, including the valuation techniques used to measure the fair value, and the significant unobservable inputs.

Investment	Fair Value 12/31/2018	Valuation Technique	Significant Unobservable Inputs
Common Stock of Douglas Orr Plumbing, Inc	$ 330,000	Market-Based Approach - *Guideline Transaction Method*	- Liquidity, Coverage & Leverage Ratios - Profitability & Return Ratios - Growth rates - Market Pricing Multiples - Discount for lack of marketability
		Income-Based Approach - *Discounted Cash Flow Method*	- Earnings Stream - Discount Rate - Terminal Value - Sustainable Long-Term Growth Rate - Discount for lack of marketability

The valuation process involves plan managements selection of an independent appraiser under contract with the right to cancel such contract at any time. Plan management accumulates the data for the appraiser from the reviewed financial statements of the Company. The appraiser prepares a preliminary report which plan management, along with the ESOP trustee, reviews in detail, discusses and approves.

4. LOANS PAYABLE

On December 31, 2018 the Plan borrowed $15,500,000 from the Company to purchase approximately 100% of the outstanding common stock of the Company – 1,000,000 shares. Unallocated shares are collateral for the loan. The loan's interest rate is 3.31%. Principal payments are to be paid annually through the year 2048. The principal payments are as follows:

.

2019	$ 309,764
2020	320,017
2021	330,610
2022	341,553
2023	352,858
Thereafter	13,845,198
	$ 15,500,000

5. TAX STATUS

The Plan has received a determination letter from the IRS dated September 30, 2019, stating that the Plan is qualified, under the IRC and, therefore, the related trust is exempt from taxation. Once qualified, the Plan is required to operate in conformity with the IRC to maintain its qualification. The Company believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the IRC and that, therefore, the Plan was qualified, and the related trust was tax-exempt as of December 31, 2018.

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 Company has taken an uncertain position that more likely than not would not be sustained

upon examination by the IRS. The Plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2018, 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.

6. EXEMPT PARTY-IN-INTEREST TRANSACTIONS

At December 31, 2018, the Plan held 74.56% of the fully diluted shares of Douglas Orr Plumbing, Inc., the sponsoring employer.

7. CONCENTRATION OF CREDIT RISK

Financial instruments, which could potentially subject the Plan to significant concentrations of credit risk, consist of the investment in common stock of the Company. The investment in the common stock of the Company accounts for 100% of the total Plan investments at December 31, 2018. The Plan owns 74.56% of the Company's fully diluted shares. The value of this investment is dependent upon the future operations of the Company.

* * * * * * *

DOUGLAS ORR PLUMBING, INC.
EMPLOYEE STOCK OWNERSHIP PLAN

FORM 5500, SCHEDULE H, PART IV, LINE 4i – SCHEDULE OF ASSETS (HELD AT END OF YEAR) AS OF DECEMBER 31, 2018 – SEE FORM 5500

Employer Identification Number: 59-1958608 Plan Identification Number: 002

	Identity of Issue, Borrower, Lessor or Similar Party	Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	Cost	Current Value
*	Douglas Orr Plumbing, Inc. Company Stock	Closely Held Common Stock (1,000,000 shares)	$ 15,500,000	$ 330,000

* Represents a party-in-interest.

DOUGLAS ORR PLUMBING, INC.
EMPLOYEE STOCK OWNERSHIP PLAN

FORM 5500 - SCHEDULE H, LINE 4j – SCHEDULE OF REPORTABLE TRANSACTIONS
YEAR ENDED DECEMBER 31, 2018

Employer Identification Number: 59-1958608 Plan Identification Number: 002

(a) Identity of Party Involved	(b) Description of Asset	(c) Purchase Price	(d) Selling Price	(g) Cost of Asset	(h) Current Value of Asset on Trans Date	(l) Net Gain or Loss
Single Transactions:						
Douglas Orr Plumbing, Inc.	Common Stock Purchase	$ 15,500,000		$ 15,500,000	$ 15,500,000	
Series Transactions:						
Douglas Orr Plumbing, Inc.	Common Stock Purchase	15,500,000		15,500,000	15,500,000	

DOUGLAS ORR PLUMBING, INC.
EMPLOYEE STOCK OWNERSHIP PLAN

FINANCIAL STATEMENTS AND
INDEPENDENT AUDITORS' REPORT
DECEMBER 31, 2018

Pickett, Chaney & McMullen LLP
Certified Public Accountants

9401 W. 87th Street, Suite 200, Overland Park, Kansas 66212
913.438.5077 fax 913.438.5078

INDEPENDENT AUDITORS' REPORT

To the Board of Directors of Douglas Orr Plumbing, Inc.
Miami Springs, Florida

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Douglas Orr Plumbing, Inc. Employee Stock Ownership Plan (the "Plan"), which comprise the statement of net assets available for benefits as of December 31, 2018, and the related statement of changes in net assets available for benefits for the year then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Plan management is responsible for the preparation and fair presentation of these financial statements in accordance with 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 our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.

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

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

Opinion

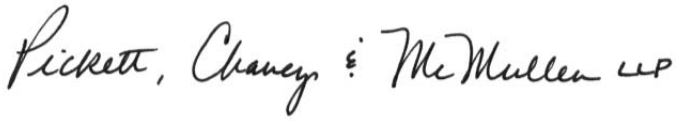
In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Plan as of December 31, 2018, and the changes in its net assets available for benefits for the year then ended, in accordance with accounting principles generally accepted in the United States of America.

Emphasis of Matter

As discussed in Note 3, the financial statements include investments in Douglas Orr Plumbing, Inc. stock valued at $330,000 (100% of total assets) at December 31, 2018, whose fair value has been estimated based upon an independent appraisal in the absence of readily determinable fair values. Our opinion is not modified with respect to that matter.

Report on Supplemental Information

Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole. The supplemental Schedule of Assets as of December 31, 2018 and the Schedule of Reportable Transactions for the year ended December 31, 2018, are presented for the purpose of additional analysis and are not a required part of the financial statements but are supplemental information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. Such information is the responsibility of the Plan's management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.



Overland Park, Kansas
October 4, 2019

DOUGLAS ORR PLUMBING, INC.
EMPLOYEE STOCK OWNERSHIP PLAN

STATEMENT OF NET ASSETS (DEFICIT) AVAILABLE FOR BENEFITS
DECEMBER 31, 2018

	Allocated	Unallocated	Total
ASSETS			
Investment, at estimated fair value - Common stock of Douglas Orr Plumbing, Inc. (1,000,000 shares)	$ -	$ 330,000	$ 330,000
Total assets	-	330,000	330,000
LIABILITIES			
Note payable to a related party		15,500,000	15,500,000
Total liabilities	-	15,500,000	15,500,000
NET ASSETS AVAILABLE FOR BENEFITS	$ -	$ (15,170,000)	$ (15,170,000)

See notes to financial statements.

DOUGLAS ORR PLUMBING, INC.
EMPLOYEE STOCK OWNERSHIP PLAN

STATEMENT OF CHANGES IN NET ASSETS
YEAR ENDED DECEMBER 31, 2018

ADDITIONS TO NET ASSETS ATTRIBUTED TO:	Allocated	Unallocated	Total
Investment loss:			
Net depreciation in fair value of common stock	$ -	$ (15,170,000)	$ (15,170,000)
Total investment loss	-	(15,170,000)	(15,170,000)
Total additions	-	(15,170,000)	(15,170,000)
NET DECREASE	-	(15,170,000)	(15,170,000)
NET ASSETS AVAILABLE FOR BENEFITS:			
Beginning of year	-	-	-
End of year	$ -	$ (15,170,000)	$ (15,170,000)

See notes to financial statements.

DOUGLAS ORR PLUMBING, INC.
EMPLOYEE STOCK OWNERSHIP PLAN

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2018

1. DESCRIPTION OF THE PLAN

The Douglas Orr Plumbing, Inc. Employee Stock Ownership Plan (the "Plan") was adopted by the Board of Directors of Douglas Orr Plumbing, Inc. (the "Company" or the "Sponsor") on January 1, 2018, and operates as a leveraged Employee Stock Ownership Plan ("ESOP"). The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA").

The Plan is administered by Custos Fiduciary. The following description of the Plan provides only general information.

The Plan purchased approximately 75% of the Company's fully diluted shares (1,000,000 shares), using the proceeds of a borrowing with the Company in the amount of $15,500,000. The Company maintains a separate stock account for each participant and credits thereto the number of shares of employer stock allocated to the participant as a result of the employer's contribution and forfeitures of terminated participants' nonvested accounts for each Plan year. As the Plan makes each payment of principal and interest, an appropriate percentage of stock is allocated to eligible participant accounts in accordance with applicable provisions of the Plan.

The borrowing is collateralized by the unallocated shares of stock. The Company has no rights against shares once they are allocated under the ESOP. As the loan to the Company is paid off, shares are allocated to eligible participants. Accordingly, the financial statements of the Plan present separately the assets and liabilities and changes therein pertaining to:

1. The accounts of participants with vested rights in allocated stock (allocated).
2. Stock not yet allocated to participants (unallocated).

As of December 31, 2018, no shares have been allocated to participants.

Eligibility – An employee is eligible to participate in the Plan after attaining the age of 18 and working one year, with 1,000 hours of service. The entry dates are January 1 and July 1, after the above conditions have been met. Any employee who was employed on January 1, 2018 and were 18 years old, were automatically eligible to participate in the Plan on January 1, 2018. Non-resident aliens are not permitted to participate in the Plan.

Employer Contributions – In order to receive an ESOP contribution, a participant must have 1,000 hours of service during the year, and be employed on the last day of the year.

ESOP contributions are discretionary based on the Company's decisions, but at a minimum must satisfy the loan's amortization schedule. There was no employer contribution in 2018, nor was one required.

Allocations to Participants' Accounts – Contributions, if any, are allocated to each participant in an amount that bears proportionally to the ratio of each participant's compensation to the total compensation of all participants eligible to receive a contribution.

Payment of Benefits – Distributions related to ESOP account balances will be made as follows:

- A participant who terminates employment with the Company who has a balance of less than $5,000 will receive a distribution in the year following the date of termination, after the valuation has been completed. The first payment will not commence until the 6th year after termination.

- A participant who reaches normal retirement age, dies, or becomes permanently disabled during a year with a balance exceeding $5,000 may receive a distribution in the year following the date of the event that led to termination, after the valuation has been completed.

- A participant who terminates employment due to resignation or being laid off for reasons other than those mentioned in the preceding points with a balance exceeding $5,000 , but does not exceed $1,105,000, the benefit will be payable in no more than five substantially equal annual installments. The first payment will not commence until the 6th year after termination.

- A participant who terminates employment due to resignation or being laid off for reasons other than those mentioned in the preceding points with a balance exceeding $1,105,000, the benefit will be payable in as many substantially equal annual installments as permitted under IRC. The first payment will not commence until the 6th year after termination.

Vesting – A participant's account is 20% vested after two years of service, with an additional 20% accruing with each additional year of service. Full vesting occurs after six years of service. For purposes of counting years of service, the Plan document states that any year beginning on January 1, 2018 with 1,000 hours, will count as a year of service.

Forfeitures – Amounts that are forfeited from the ESOP accounts of participants whose account balances are not fully vested are reallocated to eligible participants, as set forth in the Plan document. There are no forfeitures available at December 31, 2018.

Expenses – The Company pays the expenses of the Plan.

Voting Rights – Each participant is entitled to exercise certain voting rights, as set forth in the Plan document, attributable to the shares allocated to his or her account and is notified by the trustee prior to the time that such rights are to be exercised. The trustee is permitted to vote any share for which a participant has not given instructions.

Diversification – Diversification is offered to participants close to retirement so that they may have the opportunity to move part of the value of their investment in Company stock into investments that are more diversified. Each participant in the Plan who has reached the age of 55 with 10 years of participation under the Plan has the ability to direct at least 25 percent of his or her account balance attributable to Company Stock over a 5-year period, and in the 6th year, may diversify 50% of his or her account balance.

Termination of the Plan – Although the Company has not expressed any intent to do so, it has the right to discontinue its contributions at any time and to terminate the Plan subject to the provisions set forth in the Plan and under ERISA. In the event that the Plan should be terminated, participants will become 100% vested in their accounts. Any unallocated forfeitures or contributions as of the date of the Plan termination will be allocated based on normal Plan provisions. Account balances would be adjusted for earnings or losses since the last valuation date. The Plan's normal provisions concerning the form and procedures for benefit distributions would be applied.

The Administrative Committee shall direct the trustee to pay all liabilities and expenses of the trust fund and to sell shares of financed stock held in the loan suspense account to the extent it determines such sale to be necessary in order to repay the loan.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting and Presentation – The accompanying financial statements have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America.

Investment Valuation and Income Recognition – The Plan's investment is 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. Purchases and sales of securities are recorded on a trade-date basis.

Use of Estimates – The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Contributions – Contributions are reported in the year services are rendered to the Company by the Plan participants.

Payment of Benefits – Benefit payments are reported in the year paid.

Risks and Uncertainties - The Plan's sole investment is the Company's common stock. The stock is exposed to various risks, such as interest rate, market, and credit risks, as well as valuation assumptions based on earnings, cash flows, and/or other such techniques. Due to the level of risk associated with the investment in the common stock, it is at least reasonably possible that changes in the value of the common stock will occur in the near term and, that such changes could materially affect the amounts reported in the financial statements.

Date of Management's Review – Subsequent events have been evaluated through October 4, 2019, which is the date the financial statements were available to be issued, and there were no material events requiring recognition or disclosure.

3. FAIR VALUE MEASUREMENTS

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

Level 1 – Inputs consist of unadjusted quoted prices for identical assets in active markets that the plan has the ability to access.

Level 2 – Inputs consist of 1) quoted prices for similar assets in active markets, 2) quoted prices for identical or similar assets in inactive markets, 3) inputs other than quoted prices that are observable, and 4) inputs that are derived principally from or corroborated by observable market data by correlation or other means. If the asset has a specified (contractual) term, the level 2 input must be observable for substantially the full term.

Level 3 – Inputs consist of unobservable inputs where there is little or no market activity, and the reporting entity makes estimates and assumptions related to the pricing of the asset including assumptions regarding risk.

The assets 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:

Company Stock of Douglas Orr Plumbing, Inc. – The Company Stock is valued at estimated fair value by an independent appraiser using the Market-Based Approach – *Guideline Transaction Method,* and the Income-Based Approach – *Discounted Cash Flow Method*. The appraiser took into account historical and projected cash flow and net income, return on assets, return on equity, market comparables, and estimated fair value of company assets and liabilities.

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 Plan's investments are reported at fair value as follows at December 31, 2018:

	Fair Value	Level 1	Level 2	Level 3
December 31, 2018				
Company Stock of Douglas Orr Plumbing, Inc.	$ 330,000	$ -	$ -	$ 330,000

The following table provides further details of Level 3 fair value measurements at December 31, 2018:

	Company Stock of Douglas Orr Plumbing, Inc.
Beginning Balance	$ -
Realized gains/(losses)	
Unrealized gains/(losses) relating to investments still held at year end	(15,170,000)
Purchases	15,500,000
Sales	-
	$ 330,000
The amount of total gains/(losses) for the period included in changes in net assets attributable to the change in unrealized gains/(losses) relating to assets still held at year end	$ (15,170,000)

The following table represents the quantitative information about significant unobservable inputs used in level 3 fair value measurements, including the valuation techniques used to measure the fair value, and the significant unobservable inputs.

Investment	Fair Value 12/31/2018	Valuation Technique	Significant Unobservable Inputs
Common Stock of Douglas Orr Plumbing, Inc	$ 330,000	Market-Based Approach - *Guideline Transaction Method*	- Liquidity, Coverage & Leverage Ratios - Profitability & Return Ratios - Growth rates - Market Pricing Multiples - Discount for lack of marketability
		Income-Based Approach - *Discounted Cash Flow Method*	- Earnings Stream - Discount Rate - Terminal Value - Sustainable Long-Term Growth Rate - Discount for lack of marketability

The valuation process involves plan managements selection of an independent appraiser under contract with the right to cancel such contract at any time. Plan management accumulates the data for the appraiser from the reviewed financial statements of the Company. The appraiser prepares a preliminary report which plan management, along with the ESOP trustee, reviews in detail, discusses and approves.

4. LOANS PAYABLE

On December 31, 2018 the Plan borrowed $15,500,000 from the Company to purchase approximately 100% of the outstanding common stock of the Company – 1,000,000 shares. Unallocated shares are collateral for the loan. The loan's interest rate is 3.31%. Principal payments are to be paid annually through the year 2048. The principal payments are as follows:

.

2019	$ 309,764
2020	320,017
2021	330,610
2022	341,553
2023	352,858
Thereafter	13,845,198
	$ 15,500,000

5. TAX STATUS

The Plan has received a determination letter from the IRS dated September 30, 2019, stating that the Plan is qualified, under the IRC and, therefore, the related trust is exempt from taxation. Once qualified, the Plan is required to operate in conformity with the IRC to maintain its qualification. The Company believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the IRC and that, therefore, the Plan was qualified, and the related trust was tax-exempt as of December 31, 2018.

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 Company has taken an uncertain position that more likely than not would not be sustained

upon examination by the IRS. The Plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2018, 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.

6. EXEMPT PARTY-IN-INTEREST TRANSACTIONS

At December 31, 2018, the Plan held 74.56% of the fully diluted shares of Douglas Orr Plumbing, Inc., the sponsoring employer.

7. CONCENTRATION OF CREDIT RISK

Financial instruments, which could potentially subject the Plan to significant concentrations of credit risk, consist of the investment in common stock of the Company. The investment in the common stock of the Company accounts for 100% of the total Plan investments at December 31, 2018. The Plan owns 74.56% of the Company's fully diluted shares. The value of this investment is dependent upon the future operations of the Company.

* * * * * * *

DOUGLAS ORR PLUMBING, INC.
EMPLOYEE STOCK OWNERSHIP PLAN

FORM 5500, SCHEDULE H, PART IV, LINE 4i – SCHEDULE OF ASSETS (HELD AT END OF YEAR) AS OF DECEMBER 31, 2018 – SEE FORM 5500

Employer Identification Number: 59-1958608 Plan Identification Number: 002

	Identity of Issue, Borrower, Lessor or Similar Party	Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	Cost	Current Value
*	Douglas Orr Plumbing, Inc. Company Stock	Closely Held Common Stock (1,000,000 shares)	$ 15,500,000	$ 330,000

* Represents a party-in-interest.

DOUGLAS ORR PLUMBING, INC.
EMPLOYEE STOCK OWNERSHIP PLAN

FORM 5500 - SCHEDULE H, LINE 4j – SCHEDULE OF REPORTABLE TRANSACTIONS
YEAR ENDED DECEMBER 31, 2018

Employer Identification Number: 59-1958608 Plan Identification Number: 002

(a) Identity of Party Involved	(b) Description of Asset	(c) Purchase Price	(d) Selling Price	(g) Cost of Asset	(h) Current Value of Asset on Trans Date	(l) Net Gain or Loss
Single Transactions:						
Douglas Orr Plumbing, Inc.	Common Stock Purchase	$ 15,500,000		$ 15,500,000	$ 15,500,000	
Series Transactions:						
Douglas Orr Plumbing, Inc.	Common Stock Purchase	15,500,000		15,500,000	15,500,000	