

**Non-Profit Association of the Midlands 403 (b) Plan
FINANCIAL STATEMENTS AND
INDEPENDENT AUDITOR'S REPORT
For the years ended December 31, 2011 and 2010**

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INDEPENDENT AUDITOR'S REPORT

To the Administrative Committee of
Non-Profit Association of the Midlands 403 (b) Plan

We have audited the accompanying statements of net assets available for benefits of Non-Profit Association of the Midlands 403 (b) Plan as of December 31, 2011 and 2010, and the related statements of changes in net assets available for benefits for the years then ended. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audits.

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 includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of Non-Profit Association of the Midlands 403 (b) Plan as of December 31, 2011 and 2010, and the changes in its net assets available for benefits for the years then ended in conformity with accounting principles generally accepted in the United States of America.

Our audit was conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplemental schedules of delinquent participant contributions and schedule of assets (held at end of year), together referred to as "supplemental information" are presented for the purpose of additional analysis and are not a required part of the basic financial statements but are supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. This supplemental information is the responsibility of the Plan's management.

The supplemental information has been subjected to the auditing procedures applied in the audit of the basic financial statements and, in our opinion, are fairly stated in all material respects in relation to the basic financial statements taken as a whole.

Harrell & Associates LLC

Omaha, Nebraska
October 15, 2012

Non-Profit Association of the Midlands 403 (b) Plan
 STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
 December 31, 2011 and 2010

	2011	2010
ASSETS		
Investments (at fair value):		
Franklin Templeton	\$ -	152,586
Nationwide Financial	1,692,488	1,088,812
	1,692,488	1,241,398
Cash in Transit	-	56,002
Outstanding loan balances	6,786	-
Receivables:		
Employers' contributions	3,552	2,367
Participants' contributions	3,836	21,313
	7,388	23,680
TOTAL ASSETS	\$ 1,706,662	\$ 1,321,080
NET ASSETS AVAILABLE FOR BENEFITS	\$ 1,706,662	\$ 1,321,080

See accompanying notes and independent auditor's report.

Non-Profit Association of the Midlands 403 (b) Plan
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
Years Ended December 31, 2011 and 2010

	2011	2010
ADDITIONS		
Additions to net assets attributed to:		
Investment income:		
Net appreciation in fair value of investments	\$ (50,553)	131,062
Contributions:		
Participant deferrals - Traditional	397,625	319,514
Participant deferrals - Roth	51,182	32,989
Employer	134,734	91,153
	583,541	443,656
Transfers		
Employee Rollovers	55,819	665,352
TOTAL ADDITIONS	\$ 588,807	\$ 1,240,070
DEDUCTIONS		
Deductions from net assets attributed to:		
Distributions to terminees	\$ 109,492	\$ 24,799
In-service distributions	-	15,705
Administrative expenses and other	93,733	9,866
TOTAL DEDUCTIONS	203,225	50,370
NET INCREASE	385,582	1,189,700
NET ASSETS AVAILABLE FOR BENEFITS		
Beginning of year	1,321,080	131,380
END OF YEAR	\$ 1,706,662	\$ 1,321,080

See accompanying notes and independent auditor's report.

Non-Profit Association of the Midlands 403 (b) Plan
NOTES TO FINANCIAL STATEMENTS
For the year ended December 31, 2011

NOTE A. DESCRIPTION OF PLAN

The following description of the Non-Profit Association of the Midlands 403 (b) Plan (the "Plan") provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

General: The Plan is a multiple employer defined contribution plan established by Non-Profit Association of the Midlands (the Plan Administrator) and is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended (ERISA).

Eligibility: Employees of participating employers are eligible to make salary reduction contributions to the plan. Upon enrollment in the plan, a participant may direct contributions to any combination of available investment options.

Contributions: Eligible employees, who elect to enter into a salary reduction agreement, may contribute to the plan. Total participating employer and employee contributions in any year may not exceed the lesser of 100% of compensation or \$49,000. Each year, participating employers may also elect to contribute to participant accounts. As defined in the plan, contributions are subject to other limitations.

Participant Accounts: Each participant account is credited with the participant's contribution and allocations of (a) the participating employer's contribution and, (b) Plan earnings (losses), and charged with an allocation of administrative expenses. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Vesting and Forfeiture: Participants are immediately vested in their contributions plus actual earnings thereon. Participating employer contributions are vested based on a schedule provided by each participating employer, not to exceed six years. Amounts forfeited from a participant's account shall be used, at the discretion of the Administrator, to restore forfeitures, reduce employer contributions for the participating employer or to pay Plan expenses.

Payment of Benefits: Benefits may be paid to a participant or beneficiary upon the following events: death, disability, termination of employment, or attaining age 59½ as defined in the plan. In addition, a participant may qualify for a hardship distribution as defined in the plan. The payment of benefits under the plan is governed by IRS Code Section 403(b) and the investment contract distribution restrictions.

Non-Profit Association of the Midlands 403 (b) Plan
NOTES TO FINANCIAL STATEMENTS - CONTINUED
For the year ended December 31, 2011

NOTE A. DESCRIPTION OF PLAN - CONTINUED

Termination of Plan: Although it has not expressed any intent to do so, the Administrator has the right under the plan to terminate the plan at any time subject to the provisions of ERISA.

Participant Loans: Participants may borrow from their fund accounts up to a maximum equal to the lesser of \$50,000 or 50% of their vested account balance. The loans are secured by the balance in the participant's account and bear interest at rates which are comparable with local prevailing rates as determined quarterly by the Plan administrator. Principal and interest is repaid ratably through monthly payroll deductions. The Plan had no participant loans at December 31, 2011.

Administrative Expenses: All reasonable plan administration expenses, including those involved in retaining necessary professional assistance may be paid from the assets of the plan to the extent permitted by the participant's individual agreements. These expenses may be allocated to all plan participants, or for expenses directly related to one participant, charged against that participant's account balance. The Administrator may, at its discretion, pay a portion or all of these expenses.

NOTE B SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

1. Basis of Accounting

The accompanying financial statements have been prepared on the accrual basis of accounting. The preparation of the financial statements in conformity with accounting principles generally accepted in the United States of America requires the plan's management to use estimates and assumptions that affect the accompanying financial statements and disclosures. Actual results could differ from these estimates.

2. Investment Valuation and Income Recognition

Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note C for discussion of fair value measurements.

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

Non-Profit Association of the Midlands 403 (b) Plan
NOTES TO FINANCIAL STATEMENTS - CONTINUED
For the year ended December 31, 2011

NOTE B SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - CONTINUED

3. Payment of Benefits

Benefits are recorded when paid

NOTE C. FAIR VALUE MEASUREMENTS

The Plan's investments are reported at fair value in the accompanying statement of net assets available for benefits. The methods used to measure fair value may produce an amount that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

The fair value measurement accounting literature establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. This hierarchy consists of three broad levels: Level 1 inputs consist of unadjusted quoted prices in active markets for identical assets and have the highest priority. The Plan uses appropriate valuation techniques based on the available inputs to measure the fair value of its investments. When available, the Plan measures fair value using Level 1 inputs because they generally provide the most reliable evidence of fair value.

Level 1 Fair Value Measurements

The fair value of mutual and money market funds is based on quoted net asset values of the shares held by the Plan at year-end.

Non-Profit Association of the Midlands 403 (b) Plan
 NOTES TO FINANCIAL STATEMENTS - CONTINUED
 For the year ended December 31, 2011

NOTE C. FAIR VALUE MEASUREMENTS - CONTINUED

The following tables set forth, by level within the fair value hierarchy, the Plan's investments at fair value as of December 31, 2011 and 2010.

2011				
	Total	Level 1	Level 2	Level 3
Mutual funds	\$ 36,639	\$ 36,639	\$ -	\$ -
Money market funds	1,655,849	1,655,849	-	-
	\$ 1,692,488	\$ 1,692,488	\$ -	\$ -

2010				
	Total	Level 1	Level 2	Level 3
Mutual funds	\$ 36,422	\$ 36,422	\$ -	\$ -
Money market funds	1,204,976	1,204,976	-	-
	\$ 1,241,398	\$ 1,241,398	\$ -	\$ -

NOTE D. INVESTMENTS

All investments are participant directed. The following investments represent 5% or more of the Plan's net assets available for benefits as of December 31, 2011 and 2010:

	2011	2010
Fidelity Advisor Freedom 2030 Fund	\$ 275,040	\$ 182,456
PIMCO Total Return Fund Institutional	121,944	111,865
Nationwide Investor Destinations Conservative Fund	106,474	49,310
American Funds Growth Fund of America R5	102,390	82,503
Fidelity Advisor Freedom 2020 Fund	93,308	45,307

During the year ended December 31, 2011 and 2010, the Plan's investments (including gains and losses on investments bought, sold, and held during the year) appreciated in value as follows:

	2011	2010
Mutual funds	\$ (50,553)	\$ 131,062

Non-Profit Association of the Midlands 403 (b) Plan
NOTES TO FINANCIAL STATEMENTS - CONTINUED
For the year ended December 31, 2011

NOTE E. TAX STATUS

The Internal Revenue Service (IRS) has provided 403(b) plans relief from obtaining a determination letter until the revenue procedures are finalized and the IRS announces the date that it will start accepting applications. A written 403(b) plan adopted prior to December 31, 2009, that is intended to satisfy the requirements of Section 403(b) and the regulations, will have a remedial amendment period in which to amend the plan to correct any for defects retroactive to January 1, 2010.

The plan administrator is not aware of any events that have occurred that might adversely affect the plan from obtaining a qualified status. The plan is required to operate in conformity with Section 403(b) of the Internal Revenue Code to obtain its qualification.

NOTE F. PARTY-IN-INTEREST TRANSACTIONS

Nationwide Financial serve as custodians of the Plan's investment assets and execute transactions therein. Participants direct how their contributions are invested within the Plan. During the year ended December 31, 2011, a portion of investment transactions were with mutual funds managed by both companies.

NOTE G. RISKS AND UNCERTAINTIES

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

NOTE H. SUBSEQUENT EVENTS

Subsequent events were evaluated through October 15, 2012, which is the date the financial statements were available to be issued. Management has concluded that no material subsequent event has occurred through this date that requires recognition or disclosure in the financial statements.

SUPPLEMENTAL INFORMATION

Non-Profit Association of the Midlands 403 (b) Plan
 Schedule H Line 4a - Schedule of Delinquent Participant Contributions
 Plan 001
 EIN 47-0778684
 December 31, 2011

Participant Contributions Transferred Late to Plan	Total that Constitute Nonexempt Prohibited Transactions			
Check Here if Late Participant Loan Repayments are included: <input type="checkbox"/>	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	Total Fully Corrected Under VFCP and PTE 2002-51
\$ 28,878	\$ 28,878	\$ -	\$ -	\$ -

Non-Profit Association of the Midlands 403 (b) Plan
Schedule H, line 4i - Schedule of Assets (Held at End of Year)
Plan 001
EIN 47-0778684
December 31, 2011

(a)	(b)	(c)	(d)	(e)
	Identity of Issue, Borrower, Lessor, or Similar Party	Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	Cost	Current Value
	Money Market			
*	Nationwide Funds	Nationwide Money Market Institutional	**	\$ 36,639
	Mutual Funds			
	Allianz Funds	Allianz NFJ Small-Cap Value A	**	62,246
	American Funds	American Funds Fundamental Investors R5	**	32,202
	American Funds	American Funds Growth Fund of America R5	**	102,390
	American Funds	American Funds New World R5	**	38,747
	Ave Maria Mutual Funds	Ave Maria Rising Dividend Fund	**	21,320
	Baron Funds	Baron Partners Fund	**	11,339
	Dodge & Cox Funds	Dodge & Cox International Stock Fund	**	25,579
	Eaton Vance Investment Managers	Eaton Vance Large-Cap Value Fund A	**	74,504
	Fidelity Investments	Fidelity Advisor Freedom 2010 Fund	**	75,253
	Fidelity Investments	Fidelity Advisor Freedom 2015 Fund	**	3,366
	Fidelity Investments	Fidelity Advisor Freedom 2020 Fund	**	93,308
	Fidelity Investments	Fidelity Advisor Freedom 2025 Fund	**	78,449
	Fidelity Investments	Fidelity Advisor Freedom 2030 Fund	**	275,040
	Fidelity Investments	Fidelity Advisor Freedom 2035 Fund	**	79,671
	Fidelity Investments	Fidelity Advisor Freedom 2040 Fund	**	53,975
	Fidelity Investments	Fidelity Advisor Freedom 2045 Fund	**	41,197
	Fidelity Investments	Fidelity Advisor Freedom 2050 Fund	**	65,040
	Goldman Sachs	Goldman Sachs Short Duration Government Institutional	**	7,438
	Harbor Funds	Harbor International Fund	**	35,868
	JPMorgan	JPMorgan Small Cap Equity Fund A	**	69,983
	MFS Investment Management	MFS Massachusetts Investors Trust R4	**	17,376
*	Nationwide Funds	Nationwide Investor Destinations Conservative Fund	**	106,474
	PIMCO	PIMCO Low Duration Fund Institutional	**	10,567
	PIMCO	PIMCO Total Return Fund Institutional	**	121,944
	Sentinel Investments	Sentinel Mid Cap Value Fund	**	41,764
	Vanguard	Vanguard Inflation Protected Securities Fund	**	23,600
	Vanguard	Vanguard GNMA Investor Fund	**	14,563
	Vanguard	Vanguard Wellesley Income Fund	**	72,646
				<u>\$ 1,692,488</u>

* Represents a party-in-interest

** Cost omitted for participant directed investments