

SATURNA CAPITAL

Consolidated Financial Statements

June 30, 2011 and 2010



New Upper School building for St. Paul's Academy, Bellingham, completed in June 2011.



Saturna Capital Corporation
Saturna Brokerage Services
Saturna Trust Company
Saturna Sdn. Bhd.

SATURNA CAPITAL CORPORATION

Fellow Shareowners:

Saturna Capital celebrated 22 years of operations with its best year ever. For the fiscal year, our gross revenues increased 25%, driven primarily by client's asset growth. Our \$7,228,191 net income increased 22% from the previous year. Tangible shareholder equity increased 53%, to \$19,025,856. Employees exercising their stock options, offset in part by the company repurchasing shares, increased common shares outstanding by 3.3%. After-tax earnings per share increased 17%, to \$41.04 from \$34.95.

Our healthy balance sheet provides stability as the markets gyrate, assurance to those we do business with, and resources for diversifying business investments. The balance sheet is the future of any business - and as we see regularly, a weak one can bring demise. Consistent with our Core Values, we conservatively do not employ leverage or borrow money.

Our success is a function of many factors. Our focus – low-risk value investing – is attractive to a broad range of investors. Our investment style leads our mutual funds toward well-managed companies with strong balance sheets and low levels of leverage, both of which are survivor's attributes in this economy. To facilitate our growth, we work to improve the accessibility of our mutual funds to investors and their advisors. We build our business infrastructure to be scalable, so that we can accommodate rapid changes in assets under management, and we control our fixed overhead.

After a deep decline two years ago, the S&P 500 index continued its recovery during this fiscal year but has recently fallen back. Our total assets under management increased 39% for the year, to \$3.9 billion. We share our growth and success with fund shareowners through increasing resources devoted to investment research and portfolio management, low operating expenses, voluntary advisory fee breakpoints, and performance fees. Our top investment record is demonstrated by the long-term 5-star Morningstar ratings of our equity funds. Amana Income (\$1.4 billion) and Amana Growth (\$2.1 billion) currently are in the top 1% of their Morningstar peer categories for 10-Year returns.

Operating expenses grew slightly faster than gross revenues. The largest portion of the increase is variable, being fund distribution and marketing expenses. We further invested in our proven team, with compensation becoming more dependent upon our financial success (hence bonuses, retirement plan profit-sharing contributions, and stock options). Head count grew slightly to 65. Our newest mutual fund – the Amana Developing World Fund – is compiling a strong record. We enhanced our investment research and management team in Kuala Lumpur, Malaysia, where we've found significant opportunity for future growth. We now operate from 4 offices: Bellingham, Kuala Lumpur, Chicago and Reno.

We donate approximately 10% of pre-tax income to charity. This year we provided key donations to St. Paul's Academy in Bellingham that permitted the completion of the new building featured on the previous page, named a memorial to our co-founder Markell Kaiser. Our focus on donations that improve education in our communities we see as long-term investments in future Saturna staff. And we again partnered with our employees by leveraging their donations to charities of their choice.

We remain committed to simple goals: provide outstanding value to our clients and run our business for the long haul. For the 77 employees, family members, and past employees who have common stock and/or stock option interests in Saturna Capital, I express my appreciation that you are with us on this journey.

Nicholas Kaiser,
Chairman

Jane Carten,
President

SATURNA CAPITAL CORPORATION

CONSOLIDATED STATEMENTS OF FINANCIAL CONDITION

Assets	2011	<u>June 30,</u>	2010
Cash and cash equivalents	\$5,276,669		\$4,360,703
Receivable from affiliated mutual funds	3,465,244		2,804,376
Other receivables	298,970		79,799
Deposits with clearing organizations	100,000		50,000
Income tax refundable	525,605		403,133
Prepaid expenses	160,133		91,630
Investments in affiliated mutual funds, at fair value	8,107,336		4,548,438
Notes receivable	1,560,088		40,000
Fixed assets, net of accumulated depreciation	1,151,947		1,247,088
Total assets	\$20,645,992		\$13,625,167
Liabilities			
Accounts payable and accrued expenses	\$1,620,136		\$1,205,411
Total liabilities	1,620,136		1,205,411
Shareholders' Equity			
Common stock, no par, 300,000 shares authorized			
Common stock, voting, 25,000 shares issued and outstanding	250,000		250,000
Class A common stock, 155,627 shares issued and outstanding	2,538,168		1,782,844
Retained earnings	15,538,679		10,261,318
Accumulated other comprehensive income	699,009		125,594
Total shareholders' equity	19,025,856		12,419,756
 Total liabilities and shareholders' equity	\$20,645,992		\$13,625,167

The accompanying notes are an integral part of these financial statements.

SATURNA CAPITAL CORPORATION

CONSOLIDATED STATEMENT OF OPERATIONS

	Year ended June 30,	
	2011	2010
Revenues		
Mutual fund advisory fees	\$27,398,853	\$22,054,591
Private account advisory fees	522,274	325,023
Mutual fund distribution fees	8,387,439	6,503,398
Transfer agent fees	1,577,014	1,437,372
Brokerage commission income	105,126	89,717
Retirement plan administration fees	104,088	87,000
Dividend income	107,224	70,082
Other income	115,901	75,498
Total	38,317,919	30,642,681
Expenses		
Platform fees	12,096,320	9,131,135
Employee compensation and benefits	10,130,841	8,034,575
Mutual fund marketing and advertising	802,248	917,239
Corporate marketing and advertising	288,939	263,140
Market data and information services	509,469	406,669
Brokerage clearing and trading	332,406	333,705
General and administrative	210,315	228,672
Occupancy expenses	372,933	320,310
Professional services	322,936	101,561
Depreciation	207,092	146,733
Regulatory expenses	64,952	85,616
Donations	1,169,000	735,250
Other operating expenses	493,457	430,150
State and city taxes	159,691	257,566
Total	27,160,599	21,392,321
Operating Income	11,157,320	9,250,360
Loss on sale of securities	1,967	10,850
Loss on impairment of goodwill	-	217,044
Income Before Income Taxes	11,155,353	9,022,466
Provision for income taxes	3,927,162	3,084,844
Net Income	\$7,228,191	\$5,937,622
Basic Net Income per Share	\$41.04	\$34.95
Diluted Net Income per Share	\$38.30	\$31.72
Weighted average number of shares outstanding		
Basic	176,145	169,881
Diluted	188,736	187,206

The accompanying notes are an integral part of these financial statements

SATURNA CAPITAL CORPORATION

CONSOLIDATED STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY For the years ended June 30, 2011 and 2010

	Common shares outstanding	Paid-in Capital	Retained Earnings	Accumulated other comprehensive income (loss)	Total shareholders' equity
Balances at June 30, 2009	165,625	\$1,630,216	\$5,878,273	\$(104,566)	\$7,403,923
Common shares repurchased	(1,655)		(331,000)		(331,000)
Shares issued upon option exercise	10,855	222,628			222,628
Stock-based compensation expense		180,000			180,000
<u>Comprehensive income (loss):</u>					-
Net income			5,937,622		
Net unrealized holding gains				223,353	
Foreign currency translation gain				6,807	
Total comprehensive income					6,167,782
Cash dividends paid			(1,223,577)		(1,223,577)
Balances at June 30, 2010	174,825	\$2,032,844	\$10,261,318	\$125,594	\$12,419,756
Common shares repurchased	(1,748)		(437,000)		(437,000)
Shares issued upon option exercise	7,550	305,324			305,324
Stock-based compensation expense		450,000			450,000
<u>Comprehensive income (loss):</u>					
Net income			7,228,191		
Net unrealized holding gains				521,124	
Foreign currency translation gain				52,291	
Total comprehensive income					7,801,606
Cash dividends paid			(1,513,830)		(1,513,830)
Balances at June 30, 2011	180,627	\$2,788,168	15,538,679	\$699,009	\$19,025,856

The accompanying notes are an integral part of these financial statements.

SATURNA CAPITAL CORPORATION

CONSOLIDATED STATEMENT OF CASH FLOWS

	Year ended June 30,	
	2011	2010
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net income	\$7,228,191	\$5,937,622
<i>Adjustments to reconcile net income to net cash provided by operating activities:</i>		
Depreciation	207,092	146,733
Stock-based compensation expense	450,000	180,000
Unrealized (gain) loss on sale of trading securities	(30,569)	(12,214)
(Increase) decrease in receivable from affiliates	(660,868)	(1,207,908)
(Increase) decrease in other receivables	(219,152)	203,150
(Increase) decrease in other assets	(240,975)	17,060
(Decrease) increase in accrued expenses	414,725	301,009
Net cash provided by operating activities	7,148,444	5,565,452
CASH FLOWS FROM INVESTING ACTIVITIES:		
Investments in affiliated mutual funds	(2,900,000)	(717,522)
Reinvestment of dividend income	(107,224)	(74,047)
Unrealized gain on AFS securities	-	223,353
Capital expenditures	(111,951)	(948,799)
Grants of long-term loans	(1,520,088)	-
Acquired accumulated depreciation	-	120,466
Net cash used in investing activities	(4,639,263)	(1,396,549)
CASH FLOWS FROM FINANCING ACTIVITIES:		
Common stock issuances	305,324	222,628
Repurchase of common stock	(437,000)	(331,000)
Cash dividends paid	(1,513,830)	(1,223,577)
Net cash used in financing activities:	(1,645,506)	(1,331,949)
Effect of exchange rate changes on cash	52,291	6,807
NET INCREASE IN CASH AND CASH EQUIVALENTS	915,966	2,843,761
CASH AND CASH EQUIVALENTS - Beginning of year	4,360,703	1,516,942
CASH AND CASH EQUIVALENTS - End of year	\$5,276,669	\$4,360,703

The accompanying notes are an integral part of these financial statements.

SATURNA CAPITAL CORPORATION

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS June 30, 2011 and 2010

Note 1 - ORGANIZATION

Saturna Capital Corporation (the "Company" or "Saturna Capital") operates as an investment advisor for mutual funds and individuals, and as a transfer agent. The company has three wholly owned subsidiaries:

- **Saturna Brokerage Services**, which provides mutual fund distribution services and acts as a discount broker-dealer;
- **Saturna Trust Company**, which provides retirement plan administration, plus wealth-retention and -transfer services focusing on Muslim Americans; and
- **Saturna Sdn. Bhd.**, a Malaysia-based investment advisor, which the Company acquired on March 31, 2010.

Note 2 – SIGNIFICANT ACCOUNTING POLICIES

Basis of presentation

The accompanying financial statements have been prepared on the accrual basis of accounting.

Principles of consolidation

The consolidated financial statements include the accounts of Saturna Capital, Saturna Brokerage Services, Saturna Trust Company and Saturna Sdn. Bhd. All significant intercompany accounts and transactions have been eliminated in consolidation.

Cash and cash equivalents

For purposes of the consolidated statements of financial condition, Saturna Capital considers cash and cash equivalents to include demand deposits and liquid investments with maturities of three months or less.

Saturna Capital maintained cash balances at three financial institutions that, as of June 30, 2011, participated in the Federal Deposit Insurance Corporation's (FDIC) Transaction Account Guarantee Program. Under the Program, all noninterest-bearing accounts are fully guaranteed by the FDIC for the entire amount in the account through December 31, 2012. Coverage under the Program is in addition to and separate from the standard \$250,000 coverage per depositor that is available under the FDIC's general deposit insurance rules.

Investments in affiliated mutual funds

Saturna Capital, both directly and through Saturna Brokerage Services and Saturna Trust Company, holds investments with affiliated mutual funds. These investments, consisting of short- and long-term taxable bonds and equities, are classified as available-for-sale and are reported at fair value. As of June 30, 2011, the investments were valued at \$8,107,336. Accumulated unrealized gains and losses on these investments are reported as a component of shareholders' equity.

Authoritative fair valuation accounting standards set out a three-tier hierarchy of inputs for establishing and disclosing the fair value of investments. Under Level 1 of this hierarchy, which Saturna Capital uses in determining the value of its investments, the company refers to unadjusted quoted prices in active markets for identical assets or liabilities that it can access.

Fixed assets

Property, equipment and leasehold improvements are carried at cost, less accumulated depreciation. Depreciation is provided on a straight-line basis over the estimated useful lives of the assets for financial reporting purposes. Estimated useful lives range from three to 15 years.

Income taxes

Management has analyzed the company's position taken on federal tax returns for all open years (2008-2011) and has concluded that no additional adjustments are required in the company's financial statements.

Advertising costs

Saturna Capital expenses advertising and marketing costs when incurred.

Foreign currency translation

The assets and liabilities of Saturna Sdn. Bhd. are translated from the subsidiary's functional currency, the Malaysian ringgit, into U.S. dollars at the spot exchange rate reported at the balance sheet date. Revenue and expense account balances are translated at average exchange rates reported during the period under review.

Comprehensive income

Comprehensive income is recorded in Saturna Capital's consolidated statements of changes in shareholders' equity. Comprehensive income includes net income; any change in unrealized holding gains and losses; and any foreign currency exchange gains or losses arising from the translation of Saturna Sdn. Bhd.'s financial statements from Malaysian ringgit to U.S. dollars.

Use of estimates

The consolidated financial statements presented herein have been prepared in accordance with accounting principles generally accepted in the United States. These principles require management to make estimates and assumptions that affect the amounts of assets and liabilities reported on the balance sheet date; the disclosure of contingent assets and liabilities at the balance sheet date; and the reported amounts of revenues and expenses during the period under review. Actual results could differ from those estimates.

Earnings per share

Saturna Capital computes earnings per share (EPS) in accordance with authoritative accounting principles. Basic EPS is calculated by dividing net income by the weighted average number of shares outstanding for the period. Diluted earnings per share presents the potential dilution of EPS that would occur if all currently outstanding in-the-money stock options were exercised.

Note 3 – ASSETS UNDER MANAGEMENT

As of the years ended June 30, 2011 and 2010, Saturna Capital reported assets under management as follows:

	June 30, 2011	June 30, 2010
Amana Income Fund	\$1,388,076,467	\$1,032,116,417
Amana Growth Fund	2,147,613,087	1,523,205,366
Amana Developing World Fund	16,063,779	9,638,427
Sextant Growth Fund	25,764,907	22,224,232
Idaho Tax-Exempt Fund	15,170,714	15,428,075
Sextant Bond Income Fund	5,381,004	5,230,313
Sextant Short-Term Bond	6,087,081	5,083,656
Sextant International Fund	184,235,546	108,659,194
Sextant Core Fund	5,832,292	4,652,754
Separately managed accounts	96,180,731	78,902,590
Assets under management	\$3,890,405,608	\$2,805,141,024

Note 4 – RELATED-PARTY TRANSACTIONS

Saturna Capital provides investment advisory services and certain other administrative and distribution services and facilities to Amana Mutual Funds Trust and Saturna Investment Trust. For such services, Saturna Capital receives an annual advisory fee equal to a percentage of each fund's average daily net assets. The fee for each Amana fund is a tiered, annualized percentage of average daily net assets (0.95% of the first \$500 million, 0.85% of the next \$500 million, 0.75% of the next \$500 million, and 0.65% of average daily net assets in excess of \$1.5 billion). The fee for the five Sextant funds is 0.60% of average daily net assets before performance adjustments, and for the Idaho Tax-Exempt Fund the fee is 0.50% of average daily net assets.

For the year ended June 30, 2011 and 2010, Saturna Capital earned mutual fund advisory fees of \$27,398,853 and \$22,054,591, respectively. For the Trusts, Saturna Capital also provides transfer agent services, Saturna Trust provides customer retirement plan administration, and Saturna Brokerage Services provides underwriting and brokerage services. Transfer agent fees for the year ended June 30, 2011 and 2010 were \$1,577,014 and \$1,437,372, respectively. Saturna Capital's brokerage subsidiary provides brokerage execution services to Saturna Capital's private accounts and affiliated mutual funds without commission charges.

Saturna Brokerage Services conducts certain underwriting services for Amana Mutual Funds Trust, under a Rule 12b-1 distribution plan. Under the plan, Saturna Brokerage was paid \$7,892,814 by Amana in the year ended June 30, 2011, while \$12,123,080 was spent to market and distribute the Amana funds, of which the portion in excess of 12b-1 receipts was borne by Saturna Capital per the two companies' expense-sharing understanding. Saturna Brokerage Services also conducts underwriting services for the five mutual funds in the Saturna Investment Trust, under a separate Rule 12b-1 plan. Under that plan, Saturna Brokerage was paid \$494,624 by Saturna Investment Trust in the year ended June 30, 2011, while \$654,418 was

spent to market and distribute those funds, of which the portion in excess of 12b-1 receipts was borne by Saturna Capital per the two companies' expense-sharing understanding.

For its main office, Saturna Capital rents a building owned in a trust for the children of Saturna Capital's chairman, Nicholas Kaiser. Rent expense for this office for the year ended June 30, 2011 and 2010 was \$229,065 and \$204,292 respectively. Saturna Capital also leased space from unrelated entities in Chicago, Illinois; Reno, Nevada; and Kuala Lumpur, Malaysia.

Due to his common stock ownership, the chairman of the board of Saturna Capital is deemed to be its controlling person. The chairman of Saturna Capital is also a director of Saturna Brokerage Services and Saturna Sdn. Bhd.; chairman and a director of Saturna Trust Company; and is a trustee, president and fund shareowner of Amana Mutual Funds Trust and Saturna Investment Trust. The president of Saturna Capital is the chairman's daughter, and is a director of Saturna Capital, Saturna Brokerage Services and Saturna Trust Company.

Four employees have been granted loans under the terms of the Company's First-Time Homebuyer Loan Assistance Program. The loans are secured by each employee's home, and have 10-year terms unless accelerated under the provisions of the underlying notes. Other conditions also apply. The principal balances on the four loans at June 30, 2011 and 2010 amounted to an aggregate \$60,088 and \$40,000, respectively.

Note 5 - STOCK OPTIONS

In January 2011, the company updated its Stock Option plan to better reflect its size and stature. At June 30, 2011, Saturna Capital employees held outstanding stock options to purchase up to 45,167 shares. All options are exercisable at a price not to be below the market value of the stock at the date of grant. Activity with respect to stock options during the fiscal periods under review is as follows:

	Year ended	
	30-Jun-11	30-Jun-10
Options outstanding, beginning of period	43,567	44,622
Options granted	10,950	9,800
Options forfeited	(1,800)	0
Options exercised	(7,550)	(10,855)
Options outstanding, end of period	45,167	43,567

As of June 30, 2011, options outstanding and exercisable were as follows:

Expiration date	# options	Exercise price
June 30, 2012	1,800	\$26.82
June 30, 2012 (>10% shareholders)	2,700	\$123.10
June 30, 2013	5,547	\$53.31
June 30, 2013 (>10% shareholders)	1,500	\$233.05
June 30, 2014	7,870	\$111.91
June 30, 2014 (>10% shareholders)	1,650	\$292.75
June 30, 2015	5,250	\$211.86
June 30, 2015 (>10% shareholders)	1,800	\$560.15
June 30, 2016	7,050	\$266.14
January 31, 2017	1,000	\$266.14
June 30, 2017	9,000	\$509.23
Total options outstanding	45,167	

The Company recognizes compensation expense for all stock options granted to employees. For the years ended June 30, 2011 and 2010, stock options with a compensation value of \$450,000 and \$180,000, respectively, were recorded as an expense.

Under the provisions of the Plan, the company granted 57 loyal employees an automatic annual award of options based upon the number of years of service on July 1, 2011. Thus an additional 10,920 five-year options were granted (June 30, 2016 expiration) at an exercise price of \$635.68 per share (\$699.25 for shareowners having more than 10% of the outstanding common stock).

Note 6 – SHARE REPURCHASE PROGRAM

Under a share-repurchase program initiated by the Company in 2008, the Board authorized repurchase of up to 1% of the outstanding shares of its non-voting common stock from current shareowners. The Company's stock repurchase program is not subject to an expiration date, and may be modified or discontinued at any time. In the year ended June 30, 2011, the Company purchased 1,748 common shares for \$437,000 under the terms of the program.

Note 7 – FIXED ASSETS

Furniture, equipment, automobiles and leasehold improvements consisted of the following:

	30-Jun-11	30-Jun-10
Furniture & fixtures	\$321,337	\$297,050
Computer equipment	573,290	547,311
Leasehold Improvements	806,384	800,449
Automobiles	386,995	337,914
Total	<u>2,088,006</u>	<u>1,982,724</u>
Accumulated Depreciation	<u>(936,059)</u>	<u>(735,636)</u>
Fixed assets, net of accumulated depreciation	<u><u>\$1,151,947</u></u>	<u><u>\$1,247,088</u></u>

Note 8 - SOFTWARE LICENSING

Saturna Capital has internally developed and is presently using and licensing to unaffiliated mutual fund sponsors its NEPTUNE© integrated software application for investment administration. All costs associated with NEPTUNE© are expensed as incurred. Licensing revenues are monthly lease fees under short-term cancellation agreements and recorded as earned. Revenues were \$8,397 and \$8,924 for the year ended June 30, 2011 and 2010, respectively. Saturna Capital records no revenue in relation to its own use of NEPTUNE©.

Note 9 – TAXES

Saturna Capital's provisions for federal, state and local taxes increased 22%, consisting of the following for the 2011 and 2010 fiscal years:

	Year ended June 30:	
	2011	2010
Current provision for income tax	\$3,927,162	\$3,084,844
Current provision for state and city revenue-based taxes	159,691	257,566
Total	<u><u>\$4,086,853</u></u>	<u><u>\$3,342,410</u></u>

Note 10 – BUSINESS ACQUISITION

Saturna Capital acquired 100% of the issued and outstanding common stock of Alpha Asset Management Sdn. Bhd. (“Alpha”) on March 31, 2010. On May 19, 2010, the name of the company was changed from Alpha to Saturna Sdn. Bhd. (“Berhad”). Berhad is a financial advisor incorporated in Malaysia principally involved in the business of advising individual separately managed accounts. The company acquired Berhad with the purpose of establishing an Asia-based research office and to repurpose the advisory business to provide Sharia-compliant advisory services to Malaysian institutional clients.

Saturna Capital acquired Berhad from Alpha Asset Holdings Sdn. Bhd. in a straight cash-for-stock transaction. The total consideration paid at the date of acquisition was \$1,027,024, of which \$209,011 was recorded as Goodwill. An additional \$8,033 was paid to the seller upon collection of a receivable that had been classified as doubtful at the time of acquisition; this additional amount was recorded as Goodwill. Subsequently the entire amount of Goodwill was written off so that the remaining investment in Berhad on Saturna Capital’s balance sheet approximated the value of the net tangible assets of the acquired company. The Goodwill will be amortized for tax purposes on a straight-line basis over 180 months.

The results of operations since the date of acquisition and the financial condition of Berhad are included in these financial statements.

Note 11 – NOTES RECEIVABLE

The \$1,560,088 amount recorded under notes receivable as of June 30, 2011 includes a \$1.5 million loan to St. Paul’s Academy. \$500,000 of the principal on this loan was forgiven and recorded as a donation in July 2011.

Note 12 – SUBSEQUENT EVENTS

Saturna Capital has evaluated events and transactions for potential recognition or disclosure through the date these financial statements were issued. There were no events or transactions that occurred between the balance sheet date and the date that the financial statements were issued that materially impacted the amounts or disclosures in the Company’s financial statements.

TAIT, WELLER & BAKER LLP
Certified Public Accountants

REPORT OF INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS

**To the Board of Directors and Stockholders
Saturna Capital Corporation, Inc.**

We have audited the accompanying consolidated statements of financial condition of Saturna Capital Corporation, Inc. and Subsidiaries as of June 30, 2011 and 2010, and the related consolidated statements of operations, changes in stockholders' equity, and cash flows for each of the two years in the period then ended. These consolidated financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits 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 audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Saturna Capital Corporation, Inc. and Subsidiaries as of June 30, 2011 and 2010, and the results of their operations, changes in stockholders' equity and their cash flows for each of the two years in the period then ended, in conformity with accounting principles generally accepted in the United States of America.

Tait Weller Baker LLP
TAIT, WELLER & BAKER LLP

**Philadelphia, Pennsylvania
August 30, 2011**