UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Amendment No. 1

to

FORM 8-K/A

CURRENT REPORT
Pursuant To Section 13 OR 15(d) Of The Securities Exchange Act of 1934

Date of report (Date of earliest event reported) **June 27, 2014**

PATRICK INDUSTRIES, INC.
(Exact name of registrant as specified in its charter)

Indiana	000-03922	35-1057796
(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification Number)

107 West Franklin, P.O. Box 638, Elkhart, Indiana	46515
(Address of Principal Executive Offices)	(Zip Code)

Registrant's Telephone Number, including area code **(574) 294-7511**

(Former name or former address if changed since last report)

[ ] Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
[ ] Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
[ ] Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
[ ] Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 2.01 Completion of Acquisition or Disposition of Assets.

Patrick Industries, Inc. (the "Company") filed a Current Report on Form 8-K with the Securities and Exchange Commission ("SEC") on July 3, 2014, disclosing that on June 27, 2014 (the "acquisition date"), the Company had acquired the business and certain assets of Foremost Fabricators, LLC ("Foremost"), a Goshen, Indiana-based fabricator and distributor of fabricated aluminum products, fiber reinforced polyester ("FRP") sheet and coil, and custom laminated products primarily used in the recreational vehicle market, for a purchase price, net of certain operating liabilities assumed, of approximately $45.4 million in cash. The purpose of this Current Report on Form 8-K/A (Amendment No. 1) is to amend the Current Report on Form 8-K to include the financial statements and pro forma financial information required by Item 9.01.

Item 9.01 Financial Statements and Exhibits.

(a) Financial Statements of Businesses Acquired.

(i) The financial statements of Foremost Fabricators, LLC as of December 31, 2013 and for the year then ended and independent auditor's report are attached hereto as Exhibit 99.1 and are incorporated herein by reference.

(ii) Unaudited condensed financial statements of Foremost Fabricators, LLC as of March 31, 2014 and December 31, 2013, and for the three months ended March 31, 2014 and March 31, 2013 are attached hereto as Exhibit 99.2 and are incorporated herein by reference.

(b) Pro Forma Financial Information.

The unaudited pro forma financial information as of March 30, 2014 and for the year ended December 31, 2013, and for the three months ended March 30, 2014 of Patrick Industries, Inc. and Foremost Fabricators, LLC on a condensed combined basis is attached hereto as Exhibit 99.3 and is incorporated herein by reference.

(c) Not Applicable.

(d) The following exhibits are included with this report:

Exhibit 2.1 Asset Purchase Agreement, dated as of June 27, 2014, between Patrick Industries, Inc., Foremost Fabricators, LLC and its Members (incorporated by reference to Exhibit 2.1 to the Current Report on Form 8-K filed by the Company with the SEC on July 3, 2014).*

Exhibit 23.1 Consent of McGladrey LLP

Exhibit 99.1 Financial Statements of Foremost Fabricators, LLC as of December 31, 2013 and for the year then ended and independent auditor's report.

Exhibit 99.2 Unaudited condensed financial statements of Foremost Fabricators, LLC as of March 31, 2014 and December 31, 2013, and for the three months ended March 31, 2014 and March 31, 2013.

Exhibit 99.3 Unaudited pro forma financial information as of March 30, 2014 and for the year ended December 31, 2013, and for the three months ended March 30, 2014 of Patrick Industries, Inc. and Foremost Fabricators, LLC on a condensed combined basis.

*Pursuant to Item 601(b) of Regulation S-K, certain Exhibits and Schedules have been omitted from this Agreement. The registrant will furnish a copy of any omitted Exhibit and Schedule to the Commission upon request.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

PATRICK INDUSTRIES, INC.
(Registrant)

Date: September 12, 2014

BY: /s/ Andy L. Nemeth
Andy L. Nemeth
Executive Vice President – Finance and
Chief Financial Officer

Exhibit 23.1

Consent of Independent Registered Public Accounting Firm

To the Board of Directors
Patrick Industries, Inc.
Elkhart, Indiana

We consent to the incorporation by reference in the Registration Statements (333-156391, 333-159553, 333-174774 and 333-178509) on Form S-3, and the Registration Statements (333-145717, 333-165788 and 333-198321) on Form S-8, of our report dated February 7, 2014 relating to the financial statements of Foremost Fabricators, LLC as of and for the year ended December 31, 2013 appearing in this Current Report on Form 8-K/A of Patrick Industries, Inc.

/s/ McGladrey LLP

Elkhart, Indiana
September 12, 2014

Exhibit 99.1

Foremost Fabricators, LLC
(A Limited Liability Company)

Financial Report
12.31.2013

Contents

McGladrey

Independent Auditor's Report

To the Board of Directors
Foremost Fabricators, LLC
Goshen, Indiana

Report on the Financial Statements

We have audited the accompanying financial statements of **Foremost Fabricators, LLC** which comprise the balance sheet as of December 31, 2013, and the related statements of income, changes in members' equity and cash flows for the year then ended and the related notes to these financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

Our responsibility is to express an opinion on 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 entity'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 entity'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 reasonable basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of **Foremost Fabricators, LLC** as of December 31, 2013, and the results of its operations and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

/s/ McGladrey LLP

Elkhart, Indiana
February 7, 2014

Foremost Fabricators, LLC
(A Limited Liability Company)

Balance Sheet
December 31, 2013

ASSETS		
Current Assets		
Cash	$	14,878
Trade receivables		857,312
Inventories		13,983,524
Prepaid expenses		15,353
Total current assets		14,871,067
Leasehold Improvements and Equipment, at depreciated cost		4,213,070
Other Assets		
Deposits		43,120
	$	19,127,257
LIABILITIES AND MEMBERS' EQUITY		
Current Liabilities		
Notes payable, bank	$	5,350,000
Current maturities of long-term debt		250,000
Accounts payable		2,621,704
Accrued expenses		666,309
Total current liabilities		8,888,013
Members' Equity		10,239,244
	$	19,127,257

See Notes to Financial Statements.

Foremost Fabricators, LLC
(A Limited Liability Company)

Statement Of Income
Year Ended December 31, 2013

Revenues:		
Product sales	$	69,540,041
Other income		53,783
Total revenue		69,593,824
Cost of goods sold		61,110,404
Gross profit		8,483,420
Operating expenses:		
Selling and delivery		1,151,638
General and administrative		2,852,347
		4,003,985
Operating income		4,479,435
Interest expense		(236,942)
Net income	$	4,242,493

See Notes to Financial Statements.

Foremost Fabricators, LLC
(A Limited Liability Company)

Statement Of Members' Equity
Year Ended December 31, 2013

Balance, beginning	$	8,484,030
Net income		4,242,493
Distributions		(2,487,279)
Balance, ending	$	10,239,244

See Notes to Financial Statements.

Foremost Fabricators, LLC
(A Limited Liability Company)

Statement Of Cash Flows
Year Ended December 31, 2013

Cash Flows From Operating Activities		
Net income	$	4,242,493
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation		363,822
Loss on disposal of leasehold improvements and equipment		31,680
Change in assets and liabilities:		
Decrease in:		
Trade receivables		297,889
Inventories		1,399,121
Prepaid expenses		43,902
Other assets		15,617
Increase (decrease) in:		
Accounts payable		(4,054,236)
Accrued expenses		143,409
Net cash provided by operating activities		2,483,697
Cash Flows From Investing Activities		
Purchase of leasehold improvements and equipment		(1,093,440)
Net cash (used in) investing activities		(1,093,440)
Cash Flows From Financing Activities		
Net borrowings on lines of credit, bank		1,340,000
Payments on long-term debt		(250,000)
Distributions		(2,487,279)
Net cash (used in) by financing activities		(1,397,279)
(Decrease) in cash		(7,022)
Cash, beginning		21,900
Cash, ending	$	14,878

See Notes to Financial Statements.

Note 1. Nature of Business and Significant Accounting Policies

Nature of business:

The Company is engaged in the fabrication and sale of aluminum sheet products and the sale of fiberglass sheet materials to the recreational vehicle industry. The Company sells its products to customers throughout the United States, generally on terms of 30 days.

Significant accounting policies:

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 as of 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.

Cash:

The Company has cash on deposit in one financial institution which, at times, may be in excess of FDIC insurance limits.

Trade receivables:

Trade receivables are carried at original invoice amount less an estimate made for doubtful receivables based on a review of all outstanding amounts on a monthly basis. Management determines the allowance for doubtful accounts by evaluating individual customer receivables and considering a customer's financial condition, credit history, and current economic conditions. An allowance for doubtful accounts of $52,000 was recorded at December 31, 2013. Trade receivables are written off when deemed uncollectible. Recoveries of trade receivables previously written off are recorded when received. A trade receivable is considered to be past due if any portion of the receivable balance is outstanding for more than 60 days.

Inventories:

Inventories are stated at the lower of cost (first-in, first-out method) or market.

Depreciation:

Depreciation of leasehold improvements is computed by the straight-line method over the lesser of remaining lease term or estimated useful life. Depreciation of other fixed assets is computed principally by the straight-line method over the estimated useful lives of the assets, summarized as follows:

	Years
Machinery and equipment	3-20
Furniture and fixtures	3-7
Vehicles	5

Long-lived assets:

In accordance with ASC 360, "*Accounting for the Impairment or Disposal of Long-Lived Assets",* the Company reviews its long-lived assets periodically to determine potential impairment by comparing the carrying value of the long-lived assets with the estimated future net undiscounted cash flows expected to result from the use of the assets, including cash flows from disposition. Should the sum of the expected future net cash flows be less than the carrying value, the Company would recognize an impairment loss at that date. An impairment loss would be measured by comparing the amount by which the carrying value exceeds the fair value of the long-lived assets. The Company concluded that there was no impairment at December 31, 2013.

Revenue recognition:

The Company generally manufactures product based on specific orders from customers. Revenue is recognized normally upon shipment and issuance of an invoice to the customer. The expense associated with the cost of deliveries to customers for the year ended December 31, 2013 is approximately $1,020,000 and is included in selling and delivery expenses.

Delayed adoption of accounting standard:

The FASB issued ASC 480, "*Distinguishing Liabilities from Equity*" (ASC 480). ASC 480 requires that certain freestanding financial instruments be reported as liabilities in the balance sheet. Depending on the type of financial instrument, it will be accounted for at either fair value or the present value of future cash flows determined at each balance sheet date with the change in that value reported as interest expense in the income statement. Prior to the application of ASC 480, either those financial instruments were not required to be recognized, or if recognized were reported in the balance sheet as equity and changes in the value of those instruments were normally not recognized in net income.

As explained further in Note 7, the Company has a membership repurchase agreement that will be reported as a liability when ASC 480 is applied. The fair value of the membership repurchase will be transferred from members' equity to liabilities at the date ASC 480 is applied and will have the effect of reducing members' equity and increasing liabilities by approximately $15,360,000. The effective date for required application of ASC 480 has been deferred indefinitely for instruments that are mandatorily redeemable such as the membership repurchase agreement in Note 7.

Subsequent events:

The Company has evaluated subsequent events to determine potential recognition and/or disclosure through February 7, 2014, the date the financial statements were available to be issued.

Note 2. Inventories

Inventories at December 31, 2013 consist of the following:

Raw materials	$	13,186,843
Finished goods		771,443
Scrap		25,238
	$	13,983,524

Note 3. Leasehold Improvements and Equipment

The cost of leasehold improvements and equipment and the related accumulated depreciation at December 31, 2013 are as follows:

		2013
Leasehold improvements	$	670,160
Machinery and equipment		4,939,140
Furniture and fixtures		229,805
Vehicles		50,140
		5,889,245
Less accumulated depreciation		1,676,175
	$	4,213,070

Note 4. Pledged Assets and Note Payable

The Company has a $10,000,000 line-of-credit agreement which expires June 30, 2014, of which $5,350,000 was outstanding at December 31, 2013. Borrowings against these agreements bear interest at the bank's index rate (3.25% at December 31, 2013) and are collateralized by substantially all assets of the Company. The agreements are subject to financial covenants requiring a minimum level of tangible net worth and maximum debt to tangible net worth.

Long-term debt as of December 31, 2013 is as follows:

Note payable, former member, due in annual installments of $250,000 including interest at 4%, final payment due August 2014.	$	250,000
Less current maturities		250,000
	$	-

Note 5. Income Taxes

The Company, with the consent of its members, is taxed in accordance with the partnership sections of the Internal Revenue Code and a similar section of the state tax laws which provide that, in lieu of corporation income taxes, the members account for their proportionate shares of the Company's items of income, deduction, losses, and credits. Therefore, these statements do not include any provision for income taxes; however, the Company intends to pay distributions in amounts to cover the member's income tax liabilities related to the taxable income generated by the Company.

Management has evaluated the Company's tax positions and concluded that the Company has taken no uncertain tax positions that require adjustment to the financial statements to comply with the provisions of accounting guidance for uncertainty in income taxes. The Company is no longer subject to tax examinations by the U.S. federal, state or local tax authorities for years before 2010.

Note 6. Major Customers

Net sales to customers comprising 10% or more of total net sales for the year ended December 31, 2013, and the related trade receivable balances at that date, are as follows:

	Net Sales	Trade Receivable Balance
Customer A	$ 32,393,000	$ 160,000
Customer B	27,582,000	268,000
	$ 59,975,000	$ 428,000

Note 7. Membership Repurchase Agreements

Under terms of the Company's operating agreement, the Company is obligated to repurchase membership units of any deceased member or member/employee who is terminated for cause and has the option to repurchase membership units from any member who voluntarily offers units for sale. The agreement provides for the redemption price of the units based upon either a multiple of book value or a value determined from time to time by the Board of Managers. The agreement allows the Company to pay the amount due over a 5 year period.

Note 8. Lease Agreements

The Company leases its operating facilities from an unrelated party under agreements which require monthly rentals of approximately $47,000 plus the payment of property taxes, insurance and normal maintenance. These agreements expire on various dates through December 2017 and provide for automatic annual renewals.

The Company also leases vehicles and equipment from unrelated parties under several agreements which require monthly rentals totaling approximately $12,000. The agreements expire between 2014 and 2019.

The net rental expense included in the statement of income for the year ended December 31, 2013 is approximately $773,000.

Future commitments under these agreements are as follows:

	Buildings	Vehicles	Equipment	Total
2014	$ 564,000	$ 35,000	$ 106,000	$ 705,000
2015	205,000	20,000	96,000	321,000
2016	118,000	-	88,000	206,000
2017	118,000	-	88,000	206,000
2018	-	-	79,000	79,000
Thereafter	-	-	42,000	42,000
	$ 1,005,000	$ 55,000	$ 499,000	$ 1,559,000

Note 9. Profit Sharing Plan

The Company has a qualified profit-sharing plan, more commonly known as a 401(k) plan, for substantially all of its employees with over six months of service. The Company is required to make a minimum match of 100% of the first 3% and 50% of the next 2% of eligible compensation deferred. The total expense charged to operations for the plan for the year ended December 31, 2013 is approximately $82,000.

Note 10. Bonus Plan

The Company has a discretionary bonus plan for certain officers and key management personnel. Discretionary bonuses for the year ended December 31, 2013 were approximately $530,000.

Note 11. Cash Flow Information

Supplemental information relative to the statement of cash flow for the year ended December 31, 2013 is as follows:

Supplemental disclosures of cash flow information:	
Cash payments for interest	$ 236,108

Foremost Fabricators, LLC

Foremost Fabricators, LLC
(A Limited Liability Company)

Condensed Balance Sheets
March 31, 2014 (Unaudited) and December 31, 2013

	March 31, 2014	December 31, 2013
ASSETS		
Current Assets		
Cash	**$ 20,621**	$ 14,878
Trade receivables	**3,869,059**	857,312
Inventories	**11,904,022**	13,983,524
Prepaid expenses	**42,508**	15,353
Total current assets	**15,836,210**	14,871,067
Leasehold Improvements and Equipment, at depreciated cost	**4,433,116**	4,213,070
Other Assets		
Deposits	**59,020**	43,120
	$ 20,328,346	$ 19,127,257
LIABILITIES AND MEMBERS' EQUITY		
Current Liabilities		
Notes payable, bank	**$ 4,994,000**	$ 5,350,000
Current maturities of long-term debt	**250,000**	250,000
Accounts payable	**2,682,235**	2,621,704
Accrued expenses	**996,030**	666,309
Total current liabilities	**8,922,265**	8,888,013
Members' Equity	**11,406,081**	10,239,244
	$ 20,328,346	$ 19,127,257

See Notes to Condensed Financial Statements.

Foremost Fabricators, LLC
(A Limited Liability Company)

Condensed Statements of Income (Unaudited)
Three Months Ended March 31, 2014 and 2013

	March 31, 2014	March 31, 2013
Revenues:		
Product sales	**$ 18,809,591**	$ 18,818,211
Other income	**30,002**	11,595
Total revenue	**18,839,593**	18,829,806
Cost of goods sold	**15,983,115**	16,620,437
Gross profit	**2,856,478**	2,209,369
Operating expenses:		
Selling and delivery	**293,729**	350,318
General and administrative	**862,217**	748,828
	1,155,946	1,099,146
Operating income	**1,700,532**	1,110,223
Nonoperating expense:		
Interest expense	**(58,695)**	(53,018)
Net income	**$ 1,641,837**	$ 1,057,205

See Notes to Condensed Financial Statements.

Foremost Fabricators, LLC
(A Limited Liability Company)

Condensed Statements of Cash Flows (Unaudited)
Three Months Ended March 31, 2014 and 2013

	March 31, 2014	March 31, 2013
Cash Flows From Operating Activities		
Net income	**$ 1,641,837**	$ 1,057,205
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation	**113,310**	86,400
Change in assets and liabilities:		
(Increase) decrease in:		
Trade receivables	**(3,011,747)**	(2,308,338)
Inventories	**2,079,502**	2,337,303
Prepaid expenses	**(27,155)**	51,287
Other assets	**(15,900)**	3,200
Increase (decrease) in:		
Accounts payable	**60,531**	(541,100)
Accrued expenses	**329,721**	340,236
Net cash provided by operating activities	**1,170,099**	1,026,193
Cash Flows From Investing Activities		
Purchase of leasehold improvements and equipment	**(333,356)**	(239,459)
Net cash (used in) investing activities	**(333,356)**	(239,459)
Cash Flows From Financing Activities		
Net (payments) on line of credit, bank	**(356,000)**	(291,000)
Distributions	**(475,000)**	(471,982)
Net cash (used in) financing activities	**(831,000)**	(762,982)
Increase in cash	**5,743**	23,752
Cash, beginning	**14,878**	21,900
Cash, ending	**$ 20,621**	$ 45,652

See Notes to Condensed Financial Statements.

Note 1. Nature of Business, Subsequent Event and Significant Accounting Policies

Nature of business and subsequent event:

The Company is engaged in the fabrication and sale of aluminum sheet products and the sale of fiberglass sheet materials to the recreational vehicle industry. The Company sells its products to customers throughout the United States, generally on terms of 30 days.

On June 27, 2014, the Company sold substantially all of its assets to an unrelated party.

Significant accounting policies:

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 as of 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.

The accompanying unaudited Condensed Financial Statements have been prepared inaccordance with generally accepted accounting principles in the United States of America for interim financial information. Accordingly, they do not include all of the information and footnotes required by generally accepted accounting principles for complete financial statements. These condensed financial statements should be read in conjunction with the audited financial statements and notes for the year ended December 31, 2013. In our opinion, these Condensed Financial Statements reflect all adjustments, consisting of normal, recurring accruals, necessary to present fairly our Condensed Financial Statements for the interim periods presented herein. The consolidated results of operations for the three months ended March 31, 2014 and 2013, are not necessarily indicative of the results to be expected for the full year.

Long-lived assets:

In accordance with ASC 360, "*Accounting for the Impairment or Disposal of Long-Lived Assets",* the Company reviews its long-lived assets periodically to determine potential impairment by comparing the carrying value of the long-lived assets with the estimated future net undiscounted cash flows expected to result from the use of the assets, including cash flows from disposition. Should the sum of the expected future net cash flows be less than the carrying value, the Company would recognize an impairment loss at that date. An impairment loss would be measured by comparing the amount by which the carrying value exceeds the fair value of the long-lived assets. The Company concluded that there was no impairment at March 31, 2014 or 2013.

Revenue recognition:

The Company generally manufactures product based on specific orders from customers. Revenue is recognized normally upon shipment and issuance of an invoice to the customer. The expense associated with the cost of deliveries to customers for the three months ended March 31, 2014 and 2013 is approximately $225,000 and $295,000, respectively, and is included in selling and delivery expenses.

Subsequent events:

The Company has evaluated subsequent events to determine potential recognition and/or disclosure through September 11, 2014, the date the condensed financial statements were available to be issued.

Note 2. Inventories

Inventories at March 31, 2014 and December 31, 2013 consist of the following:

		March 31, 2014		December 31, 2013
Raw materials	$	11,516,530	$	13,186,843
Finished goods		353,770		771,443
Scrap		33,722		25,238
	$	11,904,022	$	13,983,524

Note 3. Leasehold Improvements and Equipment

The cost of leasehold improvements and equipment and the related accumulated depreciation at March 31, 2014 and December 31, 2013 are as follows:

		March 31, 2014		December 31, 2013
Leasehold improvements	$	680,991	$	670,160
Machinery and equipment		5,261,665		4,939,140
Furniture and fixtures		229,805		229,805
Vehicles		50,140		50,140
		6,222,601		5,889,245
Less accumulated depreciation		1,789,485		1,676,175
	$	4,433,116	$	4,213,070

Note 4. Income Taxes

The Company, with the consent of its members, is taxed in accordance with the partnership sections of the Internal Revenue Code and a similar section of the state tax laws which provide that, in lieu of corporation income taxes, the members account for their proportionate shares of the Company's items of income, deduction, losses, and credits. Therefore, these statements do not include any provision for income taxes; however, the Company intends to pay distributions in amounts to cover the member's income tax liabilities related to the taxable income generated by the Company.

Note 5. Major Customers

Net sales to customers comprising 10% or more of total net sales for the three months ended March 31, 2014 and 2013, and the related trade receivable balances at March 31, 2014 and December 31, 2013, are as follows:

	March 31, 2014 Net Sales	**March 31, 2014 Trade Receivable Balance**	March 31, 2013 Net Sales	December 31, 2013 Trade Receivable Balance
Customer A	**$ 9,007,000**	**$ 1,447,000**	$ 9,329,000	$ 160,000
Customer B	**6,890,000**	**1,409,000**	6,974,000	268,000
	$ 15,897,000	**$ 2,856,000**	$ 16,303,000	$ 428,000

Note 6. Lease Agreements

The Company leases its operating facilities from an unrelated party under agreements which require monthly rentals of approximately $47,000 plus the payment of property taxes, insurance and normal maintenance. These agreements expire on various dates through December 2017 and provide for automatic annual renewals.

The Company also leases vehicles and equipment from unrelated parties under several agreements which require monthly rentals totaling approximately $12,000. The agreements expire between 2014 and 2019.

The net rental expense included in the statements of income for the three months ended March 31, 2014 and 2013 is approximately $200,000 and $181,000, respectively.

Future commitments under these agreements are as follows:

	Buildings	Vehicles	Equipment	Total
Year ending December 31,				
2014	$ 405,000	$ 25,000	$ 80,000	$ 510,000
2015	205,000	20,000	96,000	321,000
2016	118,000	-	88,000	206,000
2017	118,000	-	88,000	206,000
2018	-		79,000	79,000
Thereafter	-	-	42,000	42,000
	$ 846,000	$ 45,000	$ 473,000	$ 1,364,000

Note 7. Cash Flow Information

Supplemental information relative to the statements of cash flows for the three months ended March 31, 2014 and 2013 is as follows:

	March 31, 2014	March 31, 2013
Supplemental disclosures of cash flow information:		
Cash payments for interest	$ 60,361	$ 100,009

Unaudited Pro Forma Condensed Combined Financial Statements

On June 27, 2014, Patrick Industries, Inc. (“Patrick” or the “Company”) acquired the business and certain assets of Foremost Fabricators, LLC (“Foremost”), a fabricator and distributor of fabricated aluminum products, fiber reinforced polyester (“FRP”) sheet and coil, and custom laminated products primarily used in the recreational vehicle market.

The unaudited pro forma condensed combined statement of income for the fiscal year ended December 31, 2013 gives effect to the acquisition as if it had been completed on January 1, 2013, the first day of Patrick’s 2013 fiscal year, and combines Patrick’s audited consolidated statement of income for the fiscal year ended December 31, 2013 and Foremost’s audited statement of income for the fiscal year then ended. The unaudited pro forma condensed combined statement of income for the three months ended March 30, 2014 gives effect to the acquisition as if it had been completed on January 1, 2013, and combines the unaudited condensed consolidated statement of income of Patrick for the three months ended March 30, 2014 and Foremost’s unaudited condensed statement of income for the three months ended March 31, 2014.

The unaudited pro forma condensed combined balance sheet as of March 30, 2014 gives effect to the acquisition as if it had been completed on such date and combines the unaudited condensed consolidated balance sheet of Patrick and the unaudited condensed balance sheet of Foremost as of March 30, 2014 and March 31, 2014, respectively. All pro forma financial statements use Patrick’s period-end dates and no adjustments were made to Foremost’s information for its different period-end dates.

The unaudited pro forma financial information is presented for illustrative purposes only and is not necessarily indicative of the operating results or financial position that would have occurred if the acquisition had been completed at the dates indicated. The information does not necessarily indicate the future operating results or financial position of the Company.

In preparing the unaudited pro forma financial information, the historical consolidated financial statement information has been adjusted to give pro forma effect to events that are (i) directly attributable to the transaction, (ii) factually supportable and (iii) with respect to the statements of income, expected to have a continuing impact on the combined results.

The unaudited pro forma condensed combined financial information was prepared in accordance with the regulations of the U.S. Securities and Exchange Commission. The pro forma adjustments reflecting the completion of the transaction are based upon the acquisition method of accounting in accordance with FASB ASC 805 – *Business Combinations* and upon the assumptions set forth in the notes to the unaudited pro forma condensed combined financial information. The unaudited pro forma condensed combined balance sheet has been adjusted to reflect the preliminary allocation of the estimated purchase price to identifiable net assets acquired, including an amount for goodwill representing the difference between the purchase price and the fair value of the identifiable net assets. Amounts preliminarily allocated to tangible and intangible assets with definite lives may change, which could result in a material change in amortization of such assets. The final allocation of the purchase price will be determined after completion of an analysis of the fair value of Foremost's assets and liabilities. Accordingly, the final acquisition accounting adjustments may be materially different from the unaudited pro forma adjustments.

In conjunction with the Foremost acquisition, the Company entered into a fourth amendment, dated June 26, 2014, to the credit agreement, dated October 24, 2012, that established its revolving secured senior credit facility (the "2012 Credit Facility") with Wells Fargo Bank, National Association as the agent and lender ("Wells Fargo"), and Fifth-Third Bank ("Fifth-Third"), as participant (collectively, the "Lenders"). The fourth amendment, among other things, expanded the aggregate size of the 2012 Credit Facility from $80 million to $125 million. The purchase price of the Foremost acquisition was funded through borrowings under the expanded 2012 Credit Facility, and these borrowings are reflected in the pro forma financial statements as indicated in the footnotes to these statements.

PATRICK INDUSTRIES, INC.
Unaudited Pro Forma Condensed Combined Statement of Income
For the Year Ended December 31, 2013

(thousands except per share data)	Patrick Historical	Foremost Fabricators Historical	Pro Forma Adjustments		Pro Forma Combined
NET SALES	$ 594,931	$ 69,594	$ -		$ 664,525
Cost of goods sold	503,908	61,111	-		565,019
GROSS PROFIT	91,023	8,483	-		99,506
Operating Expenses:					
Warehouse & delivery	20,158	1,152	-		21,310
Selling, general & administrative	27,979	2,852	-		30,831
Amortization of intangible assets	2,371	-	1,764	A	4,135
Gain on sale of fixed assets	(430)	-	-		(430)
Total Operating Expenses	50,078	4,004	1,764		55,846
OPERATING INCOME	40,945	4,479	(1,764)		43,660
Interest expense, net	2,171	237	(237)	B	3,872
			1,701	C	
Income before income taxes	38,774	4,242	(3,228)		39,788
Income taxes	14,734	-	385	D	15,119
NET INCOME	$ 24,040	$ 4,242	$ (3,613)		$ 24,669
Basic net income per common share	$ 2.24				$ 2.30
Diluted net income per common share	$ 2.23				$ 2.29
Weighted average shares outstanding - Basic	10,733				10,733
Diluted	10,786				10,786

See accompanying notes to unaudited pro forma condensed combined financial statements.

PATRICK INDUSTRIES, INC.
Unaudited Pro Forma Condensed Combined Statement of Income
For the Three Months Ended March 30, 2014

(thousands except per share data)	Patrick Historical	Foremost Fabricators Historical	Pro Forma Adjustments		Pro Forma Combined
NET SALES	$ 170,150	$ 18,840	$ -		$ 188,990
Cost of goods sold	143,003	15,983	-		158,986
GROSS PROFIT	27,147	2,857	-		30,004
Operating Expenses:					
Warehouse & delivery	6,112	294	-		6,406
Selling, general & administrative	8,500	862	-		9,362
Amortization of intangible assets	787	-	441	A	1,228
Gain on sale of fixed assets	(13)	-	-		(13)
Total Operating Expenses	15,386	1,156	441		16,983
OPERATING INCOME	11,761	1,701	(441)		13,021
Interest expense, net	549	59	(59)	B	964
			415	C	
Income before income taxes	11,212	1,642	(797)		12,057
Income taxes	4,316	-	326	D	4,642
NET INCOME	$ 6,896	$ 1,642	$ (1,123)		$ 7,415
Basic net income per common share	$ 0.64				$ 0.69
Diluted net income per common share	$ 0.64				$ 0.69
Weighted average shares outstanding - Basic	10,702				10,702
Diluted	10,815				10,815

See accompanying notes to unaudited pro forma condensed combined financial statements.

PATRICK INDUSTRIES, INC.
Unaudited Pro Forma Condensed Combined Balance Sheet
March 30, 2014

(thousands)	Patrick Historical	Foremost Fabricators Historical	Pro Forma Adjustments		Pro Forma Combined
ASSETS					
Current assets					
Cash and cash equivalents	$ 23	$ 21	$ (21)	A	$ -
			45,349	B	
			(45,372)	C	
Trade receivables, net of allowance for doubtful accounts	42,842	3,869	-		46,711
Inventories	59,680	11,904	54	D	71,638
Deferred tax assets	2,818	-	-		2,818
Prepaid expenses and other	2,306	42	-		2,348
Total current assets	107,669	15,836	10		123,515
Property, plant and equipment, net	41,721	4,433	-		46,154
Goodwill and other intangible assets, net	41,319	-	20,085	E	70,008
			8,604	F	
Deferred financing costs, net of accumulated amortization	1,197	-	-		1,197
Other non-current assets	966	59	-		1,025
TOTAL ASSETS	$ 192,872	$ 20,328	$ 28,699		$ 241,899
LIABILITIES AND SHAREHOLDERS' EQUITY					
Current liabilities					
Current maturities of long-term debt	$ -	$ 250	$ (250)	G	$ -
Notes payable, bank	-	4,994	(4,994)	G	-
Accounts payable	36,842	2,682	-		39,524
Accrued liabilities	13,885	996	-		14,881
Total current liabilities	50,727	8,922	(5,244)		54,405
Long-term debt	47,394	-	45,349	H	92,743
Deferred compensation and other	2,517	-	-		2,517
Deferred tax liabilities	1,876	-	-		1,876
TOTAL LIABILITIES	102,514	8,922	40,105		151,541
COMMITMENTS AND CONTINGENCIES					
SHAREHOLDERS' EQUITY					
Preferred stock	-	-	-		-
Common stock	53,955	-	-		53,955
Additional paid-in-capital	7,664	-	-		7,664
Accumulated other comprehensive income	54	-	-		54
Members' equity	-	11,406	(11,406)	I	-
Retained earnings	28,685	-	-		28,685
TOTAL SHAREHOLDERS' EQUITY	90,358	11,406	(11,406)		90,358
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	$ 192,872	$ 20,328	$ 28,699		$ 241,899

See accompanying notes to unaudited pro forma condensed combined financial statements.

PATRICK INDUSTRIES, INC.
Notes to Unaudited Pro Forma Condensed Combined Financial Statements
as of March 30, 2014 and for the year ended December 31, 2013
and for the three months ended March 30, 2014
(thousands except per share information)

1. Estimated Purchase Price

On June 27, 2014, Patrick acquired the business and certain assets of Foremost Fabricators, LLC ("Foremost"), a fabricator and distributor of fabricated aluminum products, fiber reinforced polyester ("FRP") sheet and coil, and custom laminated products primarily used in the recreational vehicle market.

The net cash purchase price for Foremost was approximately $45.4 million at the acquisition date. The acquisition was funded through borrowings under the Company's 2012 Credit Facility and included the acquisition of trade receivables, inventories, prepaid expenses, property, plant and equipment, and certain identifiable intangible assets.

The preliminary allocation of the estimated purchase price is based on the estimated fair values of Foremost's assets acquired and liabilities assumed in the acquisition. In addition, the purchase price allocation is based on Foremost's historical balance sheet as of March 31, 2014. Purchase price allocations to net tangible assets and goodwill and other identifiable intangible assets acquired are as follows:

(thousands)		
Net tangible assets (1)	$	16,683
Goodwill and other identifiable intangible assets (2)		28,689
Total cash net purchase price	$	45,372

(1) Purchase price allocations to net tangible assets are based on preliminary estimates of fair value calculations and should not be considered final. The final calculation of fair value for the net tangible assets will be based on Foremost's balance sheet as of the June 27, 2014 acquisition date.
(2) Purchase price allocations to goodwill and other identifiable intangible assets are based on preliminary estimates of fair value calculations and should not be considered final. All such long-lived assets have been assigned preliminary estimated useful lives used to compute pro forma amortization charges included in the accompanying unaudited pro forma condensed combined statements of income. The excess of the purchase price over the estimated fair value of identifiable net assets acquired has been classified as goodwill.

2. Financing

The purchase price of the Foremost acquisition was funded through borrowings under the 2012 Credit Facility.

3. Unaudited Pro Forma Condensed Combined Statements of Income Adjustments

A. Record amortization expense related to the estimated fair value of acquired identifiable finite-lived intangible assets using average estimated lives ranging from 5 to 10 years. Upon completion of final intangible asset appraisals and classifications, actual amortization may differ from this calculation.
B. Eliminate Foremost historical interest expense.
C. Record interest expense on the borrowings of $45.4 million under the 2012 Credit Facility to fund the Foremost acquisition at the estimated base rate plus the applicable margin in effect on the assumed borrowing date.
D. Record additional income taxes at the estimated tax rate in effect for the periods presented. The estimated effective tax rate was 38% for the year ended December 31, 2013 and 38.5% for the three months ended March 30, 2014.

4. Unaudited Pro Forma Condensed Combined Balance Sheet Adjustments

A. Eliminate Foremost historical cash.
B. Cash proceeds from borrowings under the 2012 Credit Facility to fund the Foremost acquisition.
C. Cash paid for the acquisition of Foremost consisted of the following:

(thousands)		
Borrowings under 2012 Credit Facility	$	45,349
Patrick cash on hand		23
Total	$	45,372

D. Record adjustment to step up Foremost's inventories to fair value.
E. Record the estimated fair value of the acquired identifiable intangible assets based on a preliminary appraisal. The amount of intangible assets, estimated useful lives and amortization methodologies are subject to the completion of the final appraisal. Preliminary classification of identifiable intangible assets is as follows:

(thousands)		Value	Estimated Useful Life
Trademarks	$	3,740	Indefinite
Customer relationships		15,050	10 years
Non-compete agreements		1,295	5 years
Net identifiable intangible assets included in pro forma adjustment	$	20,085	

F. Record the excess purchase price over the estimated fair value of identifiable net assets acquired that will be recorded as goodwill. The amount of goodwill is also subject to the completion of the final appraisal.
G. Record elimination of Foremost debt upon closing of the transaction.
H. Record borrowings under the 2012 Credit Facility to fund the purchase price of the Foremost acquisition.
I. Eliminate Foremost historical members' equity.