

STATE OF ARIZONA
CORPORATION COMMISSION
CORPORATION ANNUAL REPORT
& CERTIFICATE OF DISCLOSURE

Arizona Corporation Commission



DUE ON OR BEFORE 04/16/2001

FY00-01

FILING FEE \$10.00

The following information is required by A.R.S. §10-1622 & §10-11622 for all corporations organized pursuant to Arizona Revised Statutes, Title 10. The Commission's authority to prescribe this form is A.R.S. §10-121.A. & §10-3121.A. YOUR REPORT MUST BE SUBMITTED ON THIS ORIGINAL FORM. Make changes or corrections where necessary. Information for the report should reflect the current status of the corporation. See instructions for proper format. REFER TO THE INSTRUCTIONS ON PAGE 4.

RECEIVED

MAR 27 2001

ARIZONA CORP. COMMISSION
CORPORATIONS DIVISION

-0083623-0

1. THE LAKES COMMUNITY ASSOCIATION
5501 LAKESHORE DR
TEMPE, AZ 85283-2155

Business Phone: (480) 838-1023 (Business phone is optional.)
State of Domicile: ARIZONA Type of Corporation: NON-PROFIT

2. Arizona Statutory Agent: CHARLES E MAXWELL
Street Address: 1423 S HIGLEY RD #119
(NOT P.O. BOX)
City, State, Zip: MESA AZ 85206-

Use this box only if appointing a new Statutory Agent

ACC USE ONLY	
Fee	\$ <u>10 3/28/01</u>
Penalty	\$ _____
Reinstate	\$ _____
Expedite	\$ _____
Resubmit	\$ _____

If appointing a new statutory agent, the new agent MUST consent to that appointment by signing below.
I, (individual) or We, (corporation or limited liability company) having been designated the new Statutory Agent, do hereby consent to this appointment until my removal or resignation pursuant to law.

Signature of new Statutory Agent

3. Secondary Address:
(Foreign Corporations are **REQUIRED** to complete this section.)

4. Check the one category below which best describes the CHARACTER OF BUSINESS of your corporation.

- BUSINESS CORPORATIONS**
- 1. Accounting
 - 2. Advertising
 - 3. Aerospace
 - 4. Agriculture
 - 5. Architecture
 - 6. Banking/Finance
 - 7. Barbers/Cosmetology
 - 8. Construction
 - 9. Contractor
 - 10. Credit/Collection
 - 11. Education
 - 12. Engineering
 - 13. Entertainment
 - 14. General Consulting
 - 15. Health Care
 - 16. Hotel/Motel
 - 17. Import/Export
 - 18. Insurance
 - 19. Legal Services
 - 20. Manufacturing
 - 21. Mining
 - 22. News Media
 - 23. Pharmaceutical
 - 24. Publishing/Printing
 - 25. Ranching/Livestock
 - 26. Real Estate
 - 27. Restaurant/Bar
 - 28. Retail Sales
 - 29. Science/Research
 - 30. Sports/Sporting Events
 - 31. Technology(Computers)
 - 32. Technology(General)
 - 33. Television/Radio
 - 34. Tourism/Convention Services
 - 35. Transportation
 - 36. Utilities
 - 37. Veterinary Medicine/Animal Care
 - 38. Other _____

- NON-PROFIT CORPORATIONS**
- 1. Charitable
 - 2. Benevolent
 - 3. Educational
 - 4. Civic
 - 5. Political
 - 6. Religious
 - 7. Social
 - 8. Literary
 - 9. Cultural
 - 10. Athletic
 - 11. Science/Research
 - 12. Hospital/Health Care
 - 13. Agricultural
 - 14. Animal Husbandry
 - 15. Homeowner's Association
 - 16. Professional, commercial industrial or trade association
 - 17. Other _____

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5. CAPITALIZATION: (Business Corporations and Business Trusts are **REQUIRED** to complete this section.) Business trusts must indicate the number of transferable certificates held by trustees evidencing their beneficial interest in the trust estate. 00836230

Number of Shares/Certificates Authorized _____ Class _____ Series Within Class (if any) _____

Number of Shares/Certificates Issued _____ Class _____ Series Within Class (if any) _____

6. SHAREHOLDERS: (Business Corporations and Business Trusts are **REQUIRED** to complete this section.) List shareholders holding more than 20% of any class of shares issued by the corporation, or having more than a 20% beneficial interest in the corporation. **Please Type or Print Clearly.**

Name: _____ Name: _____
NONE Name: _____ Name: _____

7. OFFICERS Please Type or Print Clearly.

Name: Grace Ewin
Title: Vice-President
Address: 5628 S. Jolly Roger Road
Tempe, AZ. 85283
Date taking office: 02/13/01

Name: William C. Mercer
Title: President
Address: 1024 E. Driftwood Dr.
Tempe, AZ. 85283
Date taking office: 02/13/01

Name: Michael Fellet
Title: Secretary
Address: 5628 S. Compass Road
Tempe, AZ. 85283
Date taking office: 02/13/01

Name: Paul Sternbart
Title: Treasurer
Address: 1631 E. Westwind Way
Tempe AZ 85283
Date taking office: 02/13/01

8. DIRECTORS Please Type or Print Clearly.

Name: Michael Lentino
Address: 1340 E. Bayview
Tempe, AZ 85283
Date taking office: 02/100

Name: Jed Ventura
Address: 5606 S. Rocky Point Rd.
Tempe, AZ 85283.
Date taking office: 02/100

Name: Kirk Burtch
Address: 5600 S. Cross West Rd.
Tempe, AZ 85283
Date taking office: 02/13/01

Name: Tam Peterkin
Address: 5526 S. Jolly Roger Rd.
Tempe, AZ. 85283
Date taking office: 02/13/01

THE LAKES COMMUNITY ASSOCIATION
BALANCE SHEETS
DECEMBER 31, 2000 AND 1999

ASSETS

	<u>Operating Fund</u>	<u>Capital Fund</u>	<u>Reserve Fund</u>	<u>2000 Total</u>	<u>1999 Total</u>
Current Assets					
Cash	\$184,468	\$ 35,751	\$299,628	\$ 519,847	\$ 286,964
Receivables (Note 3)	29,242			29,242	24,625
Receivable from reserve/ operating fund	7,191			7,191	8,145
Allowance for bad debts	(3,000)			(3,000)	(2,000)
Marketable securities(Note 4)			332,303	332,303	505,855
Inventories (Note 2)	1,132			1,132	1,284
Deferred income tax			3,420	3,420	
Dividends receivable				0	1,673
Deposits-workers' compensation	620			620	820
Deposits-income tax payments	2,284			2,284	0
Prepaid expenses	<u>2,694</u>			<u>2,694</u>	<u>2,563</u>
Total current assets	224,631	35,751	635,351	895,733	829,929
Property and Equipment					
Property and equipment (Notes 2 & 5)	868,213			868,213	804,784
Accumulated depreciation	<u>(374,611)</u>			<u>(374,611)</u>	<u>(336,854)</u>
Total property and equipment	<u>493,602</u>			<u>493,602</u>	<u>467,930</u>
Total assets	<u>\$718,233</u>	<u>\$ 35,751</u>	<u>\$ 635,351</u>	<u>\$1,389,335</u>	<u>\$1,297,859</u>

LIABILITIES AND FUND BALANCES

	Operating Fund	Capital Fund	Reserve Fund	2000 Total	1999 Total
Current Liabilities					
Accounts payable	\$ 29,120	\$ 7,438	\$ 7,444	\$ 44,002	\$ 28,102
Other accrued liabilities (Note 6)	13,408			13,408	18,742
Deferred income taxes				0	10,720
Contingent liability (Note 8)				0	0
Due to operating/reserve fund			7,191	7,191	8,145
Prepaid membership assessments	<u>93,145</u>			<u>93,145</u>	<u>91,033</u>
Total current liabilities	135,673	7,438	14,635	157,746	156,742
Fund Balances					
Donated capital fund balance	382,604			382,604	382,604
Operating fund balance	199,956			199,956	103,246
Reserve fund balance			635,586	635,586	623,746
Capital fund balance		28,313		28,313	
Accumulated other comprehensive income					
Net unrealized gain(loss) on investments			(14,870)	(14,870)	31,521
Total fund balances	<u>582,560</u>	<u>28,313</u>	<u>620,716</u>	<u>1,231,589</u>	<u>1,141,117</u>
Total liabilities and fund balances	<u>\$718,233</u>	<u>\$ 35,751</u>	<u>\$635,351</u>	<u>\$1,389,335</u>	<u>\$1,297,859</u>

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

THE LAKES COMMUNITY ASSOCIATION
Board of Directors 2001-2002

00836230

<u>Name & Address (Spouse)</u>	<u>Lot #</u>	<u>Term Ends</u>
Grace Ewin (William) 5628 S. Jolly Roger Rd. Tempe, AZ 85283	Vice-President F2	(02)
William Mercer (Barbara) 1024 E. Driftwood Dr. Tempe, AZ 85283	-President G32	(02)
Michael Feller (Carolyn) 5628 S. Compass Rd. Tempe, AZ 85283	Secretary G2118	(03)
Paul Steinbart (Linda) 1631 E. Westwind Way Tempe, AZ 85283	Treasurer C106	(02)
Michael Lentino (Patricia) 1340 E. Bayview Tempe, AZ 85283	E58	(03)
Jed Ventura 5606 S. Rocky Point Tempe, AZ 85283	F49	(03)
Kirk Burtch (Linda) 5600 S. Crows Nest Rd. Tempe, AZ 85283	F94	(04)
Tom Peterlin (Pamm) 5526 S. Jolly Roger Rd. Tempe, AZ 85283	F11	(04)
Kris Hoffman (Elaine) 1118 E. Leeward Ln. Tempe, AZ 85283	N305	(04)

9. FINANCIAL DISCLOSURE (A.R.S. §§10-1622.B & 10-11622.A.9)

Nonprofit corporations **must attach** a financial statement (balance sheet including assets, liabilities and equity). All other forms of corporations are exempt from filing a financial disclosure.

9A. MEMBERS (A.R.S. § 10-11622.A.6) Nonprofit Corporations Only:

This corporation **does** **does not** have members.

10. CERTIFICATE OF DISCLOSURE (A.R.S. §§10-1622.A.8 & 10-11622.A.7)

Has ANY person serving either by election or appointment as an officer, director, trustee, incorporator and person controlling or holding more than 10% of the issued and outstanding common shares or 10% of any other proprietary, beneficial or membership interest in the corporation been: [Underlined portion pertains to profit corporations only]

1. Convicted of a felony involving a transaction in securities, consumer fraud or antitrust in any state or federal jurisdiction within the seven year period immediately preceding the execution of this certificate?
2. Convicted of a felony, the essential elements of which consisted of fraud, misrepresentation, theft by false pretenses or restraint of trade or monopoly in any state or federal jurisdiction within the seven year period immediately preceding execution of this certificate?
3. Or are subject to an injunction, judgment, decree or permanent order of any state or federal court entered within the seven year period immediately preceding execution of this certificate where such injunction, judgment, decree or permanent order involved the violation of:

- (a) fraud or registration provisions of the securities laws of that jurisdiction, or
- (b) the consumer fraud laws of that jurisdiction, or
- (c) the antitrust or restraint of trade laws of that jurisdiction?

One box **must** be marked:

YES

NO

If "YES", the following information must be submitted as an attachment to this report for each person subject to one or more of the actions stated in Items 1. through 3. above.

- | | |
|---|---|
| 1. Full name and prior names used. | 5. Date and location of birth. |
| 2. Full birth name. | 6. Social Security Number |
| 3. Present home address. | 7. The nature and description of each conviction or judicial action; the date and location; the court and public agency involved, and the file or cause number of the case. |
| 4. Prior addresses (for immediate preceding 7 year period). | |

11. STATEMENT OF BANKRUPTCY (A.R.S. §§10-202.D.2 & 10-3202.02)

Has ANY person serving either by election or appointment as an officer, director, trustee, incorporator and person controlling or holding more than 20% of the issued and outstanding common shares or 20% of any other proprietary, beneficial or membership interest in the corporation served in such capacity or held a 20% interest in any other corporation during the bankruptcy, receivership, or charter revocation of the other corporation? [Underlined portion pertains to profit corporations only]

One box **must** be marked:

YES

NO

Chapter _____ Date Filed _____ Case Number _____

If "YES", the following information **must be submitted** as an attachment to this report for each person subject to the statement above:

- 1) The names and addresses of each corporation and the person or persons involved.
- 2) The state in which each corporation was incorporated
- 3) The dates of corporate operation.

12. SIGNATURES

CAUTION: Annual Reports must be signed by a duly authorized officer. Annual Reports submitted with incorrect signatures will be rejected.

I DECLARE, UNDER PENALTY OF LAW, THAT ALL CORPORATE INCOME TAX RETURNS REQUIRED BY TITLE 43 OF THE ARIZONA REVISED STATUTES HAVE BEEN FILED WITH THE ARIZONA DEPARTMENT OF REVENUE.

I further declare under penalty of law that I (we) have examined this report and the certificate, including any attachments, and to the best of my (our) knowledge and belief they are true, correct and complete.

Name GRACE T EWIN Date 2/27-01 Name William C. MERZEL Date 3/6/01

Signature Grace T Ewin Signature William C. Merzel

Title Vice President Title President

(Signator(s) must be duly authorized corporate officer(s) listed in section 7 of this report.)

Annual Report Instruction Sheet - READ ME!

This instruction sheet contains information about the annual reporting process for corporations doing business in Arizona. Every corporation in Arizona must submit an Annual Report to the Corporations Division of the Arizona Corporation Commission once a year. This is the only notice and form you will receive. Corporations must use this Annual Report Form prescribed and furnished by the Arizona Corporation Commission. **No other form or format is allowed.** The Commission's computerized imaging system cannot work with other forms or formats. **IMPORTANT:** This Annual Report must be correctly filled out and submitted by the assigned due date or the corporation may have its authority and operating status revoked by the State of Arizona. According to A.R.S. §10-1622.F., penalties accrue on business corporation annual reports which are submitted late (after the due date). Use the check off boxes on this sheet as you complete the form.

The Corporation Commission has completed the form with information we have available regarding the corporation. Please verify each line. Strike out incorrect information by drawing a line through the incorrect data. Correct information should be legibly written above or to the side of the struck, incorrect information. The entirety of this document is public record, including addresses cited.

- Section 1.** All corporations must state their name, address, zip code, domicile state, and type (e.g., nonprofit, business, sole, professional, business trust). Please list a business phone number.
- Section 2.** All corporations must state the name and address of the current Statutory Agent for the corporation. Correct information about the Statutory Agent is vital to the legitimate authority and status of the corporation. The Statutory Agent **must not** use a P.O. Box. New Statutory Agents must consent to their appointment by signing the appropriate line. A corporation must amend their records at the Commission anytime the Statutory Agent is changed or whenever the Agent's designated mailing address changes.
- Section 3.** Foreign (out-of-state/country) corporations must state their known place of business in this state and in the jurisdiction in which they are incorporated. List the primary address in Section 1, and the secondary address in Section 3.
- Section 4.** All corporations must check the category that best describes the character of their corporation in the applicable business or nonprofit corporation area.
- Section 5.** All business corporations must indicate the number of shares which they have authorized, the class and series. All business trusts must indicate the number of transferable certificates held by trustees.
- Section 6.** All business corporations must indicate the list of applicable shareholders.
- Section 7.** Please list all principal officers. All corporations must have at least **one** duly authorized officer, with address.
- Section 8.** Please list all directors. All corporations must have at least **one** director per A.R.S. §§10-803.A & 10-3803.A.
- Section 9. All Nonprofit corporations** must file a financial disclosure statement. Nonprofit corporations meet their obligation by **attaching** one of the following documents: 1) Their most recent copy of Page 2, Form 99 filed with the Arizona Department of Revenue; OR 2) A copy of the corporation's Charitable Organization Financial Statement as filed with the Arizona Secretary of State pursuant to A.R.S. §44-6552; OR 3) A copy of the corporation's Treasurer's Report/Financial Statement prepared for the current fiscal year; OR 4) A copy of the financial statement prepared for the corporation's members; OR 5) A statement that the corporation conducted no business in Arizona in the past year. All other forms of corporations are exempt from filing a financial disclosure. **All Nonprofit Corporations** must also indicate whether or not the corporation has members.
- Section 10.** All corporations must check either YES or NO in the Certificate of Disclosure. Those who check the "YES" box must supply the attachment required and explained in section 10.
- Section 11.** All corporations must check either YES or NO in the Statement of Bankruptcy. Those who check the "YES" box must supply the attachment required and explained in section 11.
- Section 12.** All corporations must read the declarations in this section. If they have complied, and if they have completed the Annual Report, then the applicable officer(s) listed in section 7 **must** acknowledge by signing the report. The signer(s) shall be at least one duly authorized officer.
- Sign & Mail the Check and Annual Report.** Business corporations must send **\$45**, Nonprofit corporations **\$10**. Profit corporations are subject to penalties if their report is submitted after its assigned due date. Contact the Annual Report section at **602-542-3285 (Phoenix) or 520-628-6560 (Tucson)** or by FAX at **602-542-0082** for the penalty amount due.

MAKE CHECK PAYABLE TO:	ARIZONA CORPORATION COMMISSION
MAIL OR DELIVER TO:	c/o Annual Reports - Corporations Division
	1300 West Washington or 400 West Congress
	Phoenix, AZ 85007-2929 Tucson, AZ 85701-1347

Seek professional advice from your accountant, attorney, or other knowledgeable source if you need help with any section. The Commission's web site (www.cc.state.az.us) has more general information about annual reports and reporting requirements. The Annual Reports Section of the Corporations Division cannot give legal or tax advice, but you may call them with your other questions regarding this form at (602) 542-3285.