



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



**DUE ON OR BEFORE 04/22/1999**

**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 10 1999**

ARIZONA CORP. COMMISSION  
CORPORATIONS DIVISION

0173026-8

0173026-8

1. WARNER RANCH ASSOCIATION  
% LEPIN AND RENEHAN MGMT INC.  
PO BOX 50309  
PHOENIX, AZ 85076

Corporation File Number:

(business profile is optional)

Business Phone: \_\_\_\_\_

State of Domicile: ARIZONA

Type of Corporation: NON-PROFIT

2. Arizona Statutory Agent: LEPIN AND RENEHAN MANAGEMENT I  
Street Address: 51 W ELLIOT RD #111  
(NOT P.O. BOX)  
City, State, Zip: TEMPE AZ 85284-

ACC USE ONLY	
Fee	\$ 10
Penalty	\$ _____
Reinstate	\$ _____
Expedite	\$ _____
Total	\$ _____
FY98-99	

*Use this box only if appointing a new Statutory Agent*

*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

**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.

Number of Shares/Certificates Authorized	Class	Series Within Class (if any)
N/A		
Number of Shares/Certificates Issued	Class	Series Within Class (if any)
N/A		

**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.

Name: \_\_\_\_\_ Name: \_\_\_\_\_  
 NONE  Name: \_\_\_\_\_ Name: \_\_\_\_\_

**7. OFFICERS** (If no changes since last report, check here \_\_\_ and go on to Section 8.)

Name: KATHY FINBERG  
 Title: PRESIDENT/CEO  
 Address: 183 W DAWN DR  
 TEMPE, AZ 85284-

Name: JANIE KWIATKOWSKI  
 Title: VICE-PRESIDENT  
 Address: 336 W LARONA LN  
 TEMPE, AZ 85284-

Date taking office: 09-17-97  
 Name: ~~GAIL DAVIS~~ Melanie Zimmer  
 Title: SECRETARY  
 Address: 147 W. Myrna  
 207 W KNOX RD  
 TEMPE, AZ 85284-

Date taking office: 09-17-97  
 Name: TOM SWEENEY  
 Title: TREASURER  
 Address: 26 E LA VIEVE LN  
 TEMPE, AZ 85284-

Date taking office: ~~09-11-96~~ 09-15-98

Date taking office: 09-11-96

**8. DIRECTORS** (If no changes since last report, check here \_\_\_ and go on to Section 9.)

Name: ED KELLER  
 Address: 16 W DAWN DR  
 TEMPE, AZ 85284-

Name: DON OLANDER  
 Address: 210 E CALLE DE ARCOS  
 TEMPE, AZ 85284-

Date taking office: 09-11-96

Date taking office: 09-11-96

Name: ~~ARTHUR SACKS~~ Ed Eichenlaub  
 Address: 9007 S BREA LN 81 E. Caroline  
 TEMPE, AZ 85284-

Name: \_\_\_\_\_  
 Address: \_\_\_\_\_

Date taking office: ~~09-11-96~~ 09-15-98

Date taking office: \_\_\_\_\_

**CLYDE H. RAYMOND, CPA**

MEMBER OF THE AMERICAN INSTITUTE OF CPAs

6728 EAST AVALON DRIVE • SCOTTSDALE, ARIZONA 85251 • 949-7862

February 26, 1999

Arizona Corporation Commission

Re: Annual report of WARNER RANCH ASSOCIATION

As of December 31, 1998

I have compiled the statement of financial condition - balance sheet (Section H) of the above named company for the date indicated above and included in the accompanying prescribed form, in accordance with the Statements on Standards for Accounting and Review Services issued by the American Institute of Certified Public Accountants.

My compilation was limited to presenting in the form prescribed by the Arizona Corporation Commission information that is the representation of management. I have not audited or reviewed the financial statements referred to above and, accordingly, do not express an opinion or any other form of assurance on it.

These financial statements are presented in accordance with the requirements of the Arizona Corporation Commission, which differ from generally accepted accounting principles and do not include all the disclosures required by generally accepted accounting principles. Accordingly, these financial statements are not designed for those who are not informed about such differences.



Certified Public Accountant

7. STATEMENT OF FINANCIAL CONDITION (Required by A.R.S. § 10-1081.A.6.)

You must submit a statement of the corporation's financial condition. Any reasonable schedule will be accepted provided it reflects the intent of the law, as determined by the Commission. Several suggestions for information you may submit to satisfy this requirement include the following:

- Attach a copy of Page 2, Form 99 filed with the Arizona Department of Revenue; OR
- 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
- a copy of your treasurer's report (or financial statement) prepared for this fiscal year; OR
- a copy of the financial statement you prepare for the benefit of your members; OR
- You may simply use the Balance Sheet below.

BALANCE SHEET

ASSETS

Current Assets:

Cash	177,739	
Trade notes and accounts receivable (less allowance for bad debts)		
Inventories		
Other current assets		
<b>Total Current Assets</b>		<b>\$ 177,739</b>
Land, buildings and other fixed assets (net of accumulated depreciation)		
Other long-term assets		
<b>Total Assets</b>		<b>\$ 177,739</b>

LIABILITIES

Current Liabilities:

Accounts Payable	\$	
Mortgages, notes, bonds (payable in less than 1 year)		
Other current liabilities		
<b>Total Current Liabilities</b>		<b>0</b>
Mortgages, notes, bonds (payable in more than 1 year)		
Fund Balances:		
Restricted		
Unrestricted	177,739	
<b>Total Fund Balances</b>		<b>177,739</b>
<b>Total Liabilities and Fund Balances</b>		<b>\$ 177,739</b>

Unaudited - See accountant's compilation report.

Please Enter Corporation Name:

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

Only 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 [X] does not [ ] have members.

10. CERTIFICATE OF DISCLOSURE (A.R.S. §§10-1622.A.8 & 10-2505.A)

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:

- 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 [X]

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.
2. Full birth name.
3. Present home address.
4. Prior addresses (for immediate preceding 7 year period).
5. Date and location of birth.
6. Social Security Number.
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.

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

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?

One box must be marked: YES [ ] NO [X]

If YES, enter the following: 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 a) incorporated b) transacted business. 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 Kathy Finberg Date 4/3/99 Signature Kathy Finberg Title 4 March 1999

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