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

Arizona Corporation Commission

00140089

DUE ON OR BEFORE 04/11/2000 FY99-00 **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.

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ARIZONA CORP. COMMISSION
CORPORATIONS DIVISION

1. RIO MONTANA COMMUNITY ASSOCIATION
% GRAHAM MANAGEMENT INC
6423 S ASH AVE
TEMPE, AZ 85283-3657

Business Phone: 480-491-1855 (Business phone is optional.)
State of Domicile: ARIZONA Type of Corporation: NON-PROFIT

2. Arizona Statutory Agent: SUE E GRAHAM
Street Address: 6423 S ASH AVE
(NOT P.O. BOX)
City, State, Zip: TEMPE AZ 85283-3657

Use this box only if appointing a new Statutory Agent

ACC USE ONLY	
Fee	$ 10 4/18/00 PR
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. X 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. (If no changes since last report, check here __ and go on to Section 6.)

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.

Name: _____ **Name:** _____

NONE ☐

Name: _____ **Name:** _____

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

Name: JOHN MELLING
Title: PRESIDENT/CEO
Address: 12831 E BECKER LN
SCOTTSDALE, AZ 85259-
Date taking office: 03/11/1997

Name: LEO HERBER
Title: VICE-PRESIDENT
Address: 11252 N 129TH WAY
SCOTTSDALE, AZ 85259-
Date taking office: 03/11/1997

Name: KAY PARKER
Title: SECRETARY
Address: 10665 N 129TH ST
SCOTTSDALE, AZ 85259-
Date taking office: 03/11/1997

Name: BILL DOBBINS
Title: TREASURER
Address: 11265 N 130TH WAY
SCOTTSDALE, AZ 85259-
Date taking office: 03/11/1997

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

Name: WALTER TUBILEWICZ
Address: 12839 E YUCCA
SCOTTSDALE, AZ 85259-
Date taking office: 03/11/1997

Name: _____
Address: _____
Date taking office: _____

Name: _____
Address: _____
Date taking office: _____

Name: _____
Address: _____
Date taking office: _____

RIO MONTANA COMMUNITY ASSOCIATION
BOARD OF DIRECTORS
ELECTED MARCH 11, 1999
2-Year Terms

		TERM EXPIRES
John Melling 12831 East Becker Lane Scottsdale, Arizona 85259 661-7303 – H; (602) 432-1215 - W LOT #D-102	PRESIDENT	2000
Leo Herber 11252 North 129th Way Scottsdale, Arizona 85259 451-7174 - H and Fax Lot #B-33	VICE PRESIDENT	2000
Kay Parker 10665 North 129th Street Scottsdale, Arizona 85259 931-0184 – H; 423-5700 - W 423-5777 - F Lot #D-99	SECRETARY/CHAIRPERSON SOCIAL COMMITTEE CO-CHAIRPERSON LANDSCAPE	2000
Bill Dobbins 11265 North1 30th Way Scottsdale, Arizona 85259 860-8497 – H; 902-6565 - W 902-7444 - F Lot #C-36	TREASURER	1999
Donna Reagan 11000 N. 130th Place Scottsdale, Arizona 85259 Lot #D-168	DIRECTOR	
Peter Grandelli 12809 E. Sahuaro Drive Scottsdale, AZ 85259 Lot #D-129	DIRECTOR	
Phil Mastores 10939 N. 129th Way Scottsdale, AZ 85259 Lot #D-158 (480)661-6530	DIRECTOR	
Sue Graham 6423 South Ash Avenue Tempe, Arizona 85283 491-1855	Asst. Secretary	

Graham Management, Inc.
Jay Burland, Association Manager
6423 South Ash Avenue, Tempe, Arizona 85283
Telephone: (480) 491-1855 Fax: (4802) 491-2441

(3/1/00)

RIO MONTANA COMMUNITY ASSOCIATION

BALANCE SHEET
DECEMBER 31, 1999

ASSETS			
OPERATING FUNDS			
CASH IN BANK-OPERATING		$ 5,051.43	
TOTAL OPERATING FUNDS			$ 5,051.43
RESERVE FUNDS			
RESERVE		7,260.10	
RESERVES-DEAN WITTER		46,836.87	
TOTAL RESERVE FUNDS			54,096.97
OTHER ASSETS			
TOTAL ASSETS			$ 59,148.40
LIABILITIES & HOMEOWNERS EQUITY			
LIABILITIES			
HOMEOWNERS EQUITY			
RESERVE EQUITY			
RESERVE	42,948.55		
RESERVE-FUNDED INTEREST	11,148.42		
TOTAL RESERVE EQUITY		54,096.97	
OPERATING SURPLUS/DEFICIT(-)			
PRIOR YEAR SURPLUS-DEFICIT	7,937.20		
TRF TO/FROM RESERVE EQUITY	5,825.00		
CURRENT SURPLUS/DEFICIT(-)	8,710.77-		
TOTAL SURPLUS/DEFICIT(-)		5,051.43	
TOTAL HOMEOWNERS EQUITY			59,148.40
TOTAL LIABILITIES AND HOMEOWNERS EQUITY			$ 59,148.40

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** ☒ **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.
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 & 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** ☒

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 John H McNeill **Date** 2/20/00 **Name** _____ **Date** _____

Signature _____ **Signature** _____

Title _____ **Title** _____

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

Annual Report Instruction Sheet

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. 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.

- ☐ **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.
- ☐ **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**.

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. Business corporations may purchase a copy of the Arizona Business Corporation Act, available from the Corporations Division at 1300 W. Washington (Phoenix) as a source of information. 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.