



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

Arizona Corporation Commission



00216039

**DUE ON OR BEFORE 05/08/1999**

**FY98-99**

**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.**

**-0840212-1**

**1. SIERRA RANCH III HOMEOWNERS ASSOCIATION**

~~7520 E ANGUS RD  
SCOTTSDALE, AZ 85251~~

*90 R4R Property Mgt. LLC  
2850 E. Camelback Rd. #315  
Phoenix, AZ 85016*

**RECEIVED**

OCT 18 2000

Business Phone: \_\_\_\_\_ (Business phone is optional)

State of Domicile: **ARIZONA**

Type of Corporation: **NON-PROFIT**

ARIZONA CORP. COMMISSION  
CORPORATIONS DIVISION

**2. Arizona Statutory Agent: DONALD E DYERMAN**

Street Address: ~~6750 E CAMELBACK RD #104~~

(NOT P.O. BOX)

City, State, Zip: ~~SCOTTSDALE AZ 85251~~ - Phoenix, Az 85016

*Betsy Retchun  
2850 E. Camelback Rd.  
#315*

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

<b>ACC USE ONLY</b>	
Fee	\$ <u>10</u> <i>10/19/00</i>
Penalty	\$ _____
Reinstate	\$ _____
Expedite	\$ _____
Resubmit	\$ _____

*PR* 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.

*Betsy Kay Retchun*  
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)

---

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

**7. OFFICERS** (Attach additional sheets if necessary.)

Name: Jack Burnside  
 Title: President  
 Address: 2850 E. Camelback #315  
Phx, Az. 85016

Date taking office: 1/10/99

Name: Henry Jones  
 Title: Vice-Pres.  
 Address: 2850 E. Camelback #315  
Phx, Az 85016

Date taking office: 1/10/99

Name: Barb Butler  
 Title: Treas  
 Address: 2850 E. Camelback #315  
Phx, Az 85016

Date taking office: 1/10/99

Name: Joe Casias  
 Title: Secretary  
 Address: 2850 E. Camelback #315  
Phx, Az 85016

Date taking office: 1/10/99

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

Name: ~~J. PATRICK LANNAN~~ Jack Burnside  
 Address: ~~7520 E ANGUS RD~~ same as above  
SCOTTSDALE, AZ 85251

Date taking office: ~~05/08/1998~~ 1/10/99

Name: Henry Jones  
 Address: same as above

Date taking office: 1/10/99

Name: Barb Butler  
 Address: same as above

Date taking office: 1/10/99

Name: Joe Casias  
 Address: same as above

Date taking office: 1/10/99

MIKESELL ACCOUNTING  
15581 W. AMELIA DRIVE  
GOODYEAR AZ 85338-8825  
Tel: (623) 935-4883 Fax: (623) 935-5331

---

SIERRA RANCH III H.O. ASSN.

Balance Sheet  
DECEMBER 31, 1998

ASSETS

TOTAL ASSETS

\$ 0

LIABILITIES

TOTAL LIABILITIES

0

EQUITY

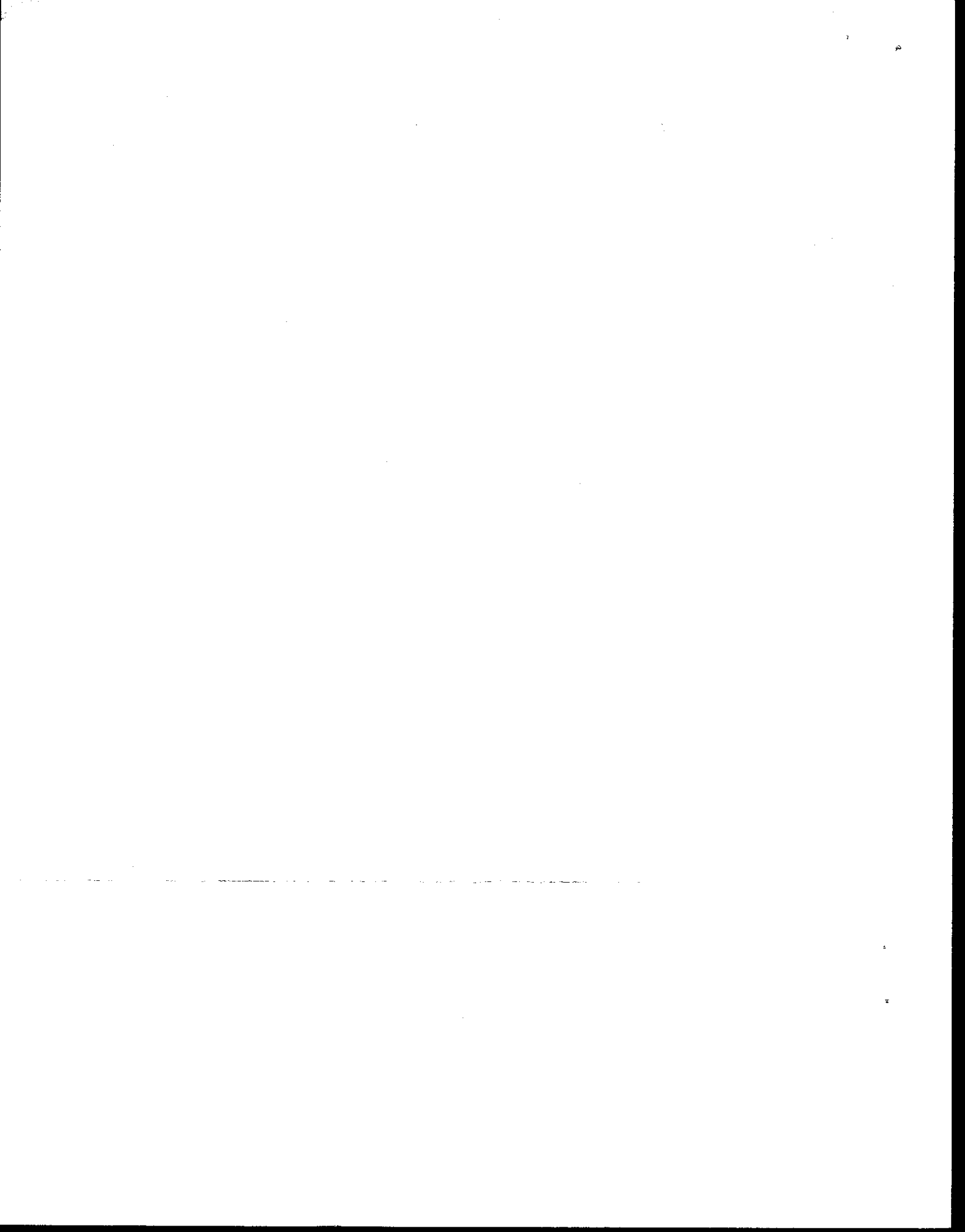
Total Equity

0

TOTAL LIABILITIES AND EQUITY

\$ 0

\*\*\*NO ACTIVITY\*\*\*



MIKESELL ACCOUNTING  
15581 W. AMELIA DRIVE  
GOODYEAR AZ 85338-8825  
Tel: (623) 935-4883 Fax: (623) 935-5331

---

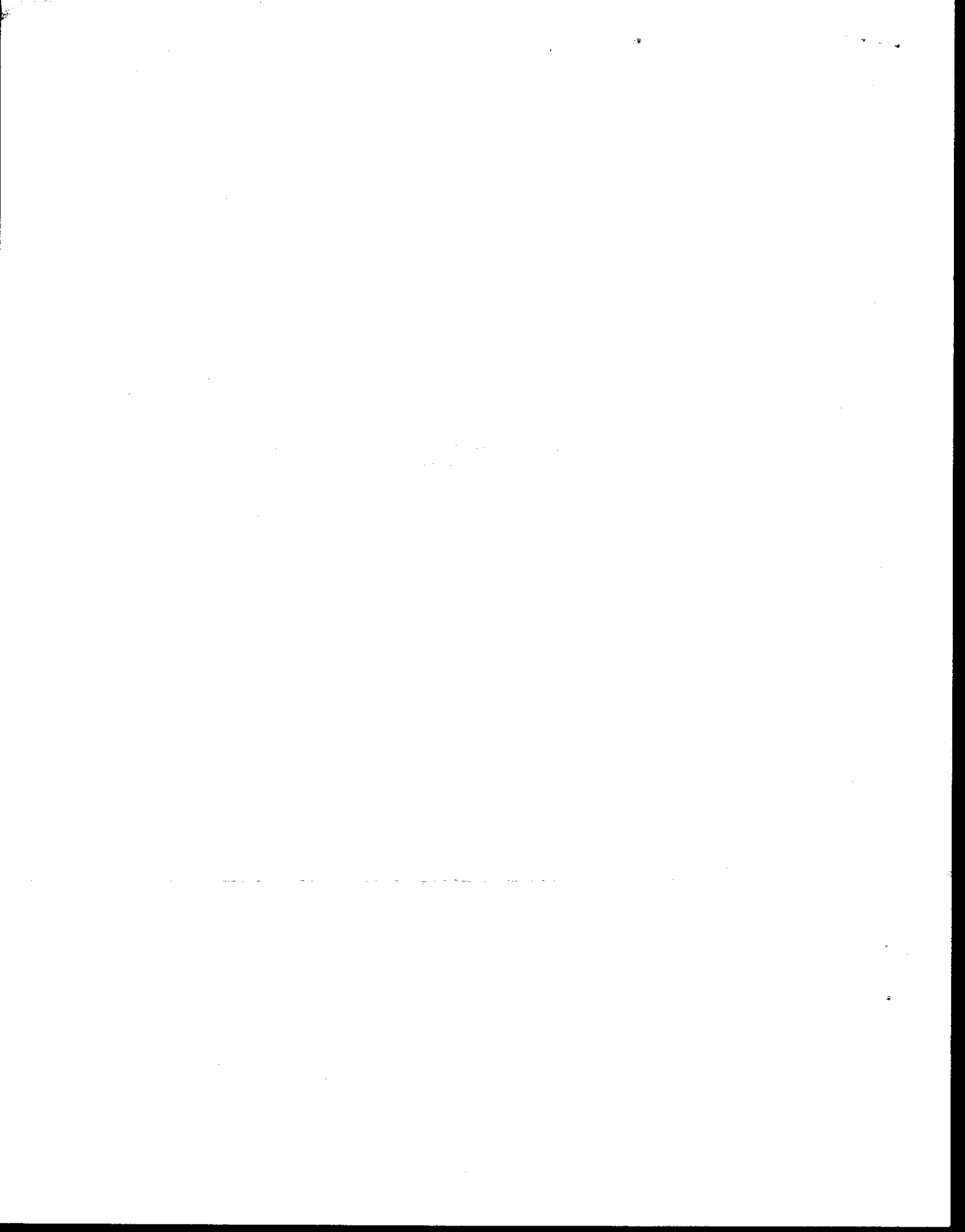
SIERRA RANCH III H.O. ASSN.

STATEMENT OF INCOME  
Period: JANUARY 1 THRU DECEMBER 31, 1998

NET INCOME (LOSS)

\$ 0

\*\*\*NO ACTIVITY\*\*\*



**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.                          | 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 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 JACK BURNSIDE Date 10/16/00 Name Barb Butler Date 10-16-2000  
 Signature [Signature] Signature [Signature]  
 Title President Title Treasurer

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

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.

- 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**. 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:  
MAIL OR DELIVER TO:

ARIZONA CORPORATION COMMISSION  
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.



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

Arizona Corporation Commission



**DUE ON OR BEFORE 05/08/2000**

**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.**

**-0840212-1**

1. **SIERRA RANCH III HOMEOWNERS ASSOCIATION**  
~~7520 E ANGUS RD~~ *Yo R&R Property Mgt. LLC.*  
~~SCOTTSDALE, AZ 85251~~ *2850 E. Camelback Rd #315*  
*Phoenix, AZ 85016*

**RECEIVED**

OCT 18 2000

ARIZONA CORPORATION COMMISSION  
CORPORATION

**MISSING 1999 ANNUAL REPORT; CONTACT THE COMMISSION AT 542-32851**

Business Phone: \_\_\_\_\_ (Business phone is optional)  
 State of Domicile: **ARIZONA** Type of Corporation: **NON-PROFIT**

2. Arizona Statutory Agent: ~~DONALD E DYERMAN~~ *Betsy Retchun*  
 Street Address: ~~6750 E CAMELBACK RD #104~~ *2850 E. Camelback Rd*  
 (NOT P.O. BOX) *#315*  
 City, State, Zip: ~~SCOTTSDALE AZ 85251~~ *Phoenix, AZ 85016*

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

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

*IPR* 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.*

*Betsy Retchun*  
Signature of new Statutory Agent

3. Secondary Address: *155080*  
 (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)

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** (Attach additional sheets if necessary.)

Name: Jack Burnside  
Title: President  
Address: 2850 E. Camelback #315  
Phx, AZ 85016

Name: Barb Butler  
Title: Treas  
Address: 2850 E. Camelback #315  
Phx, AZ 85016

Date taking office: 1/10/99

Date taking office: 1/10/99

Name: Henry Jones  
Title: Vice-Pres  
Address: 2850 E. Camelback #315  
Phx, AZ 85016

Name: Joe Casias  
Title: Secretary  
Address: 2850 E. Camelback #315  
Phx, AZ 85016

Date taking office: 1/10/99

Date taking office: 1/10/99

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

Name: ~~J. PATRICK LANNAN~~ Jack Burnside  
Address: ~~7520 E. ANGUS RD~~ same as above  
~~SCOTTSDALE, AZ 85251-~~

Name: Barb Butler  
Address: same as above

Date taking office: ~~05/08/1998~~ 1/10/99

Date taking office: 1/10/99

Name: Henry James  
Address: same as above

Name: Joe Casias  
Address: same as above

Date taking office: 1/10/99

Date taking office: 1/10/99

SIERRA RANCH III HOMEOWNERS ASSOCIATION

BALANCE SHEET  
DECEMBER 31, 1999

ASSETS

CURRENT ASSETS:

1010	Cash in Bank-Ckg	\$ 2,459.57	
1020	Cash in Bank-Sav	1,000.00	
		-----	
	TOTAL CURRENT ASSETS		\$ 3,459.57

OTHER ASSETS:

	TOTAL ASSETS		\$ 3,459.57
		-----	

SIERRA RANCH III HOMEOWNERS ASSOCIATION

BALANCE SHEET  
DECEMBER 31, 1999

LIABILITIES AND CAPITAL

CAPITAL:	
2880 Retained Earnings (Current)	\$ 3,459.57
	-----
TOTAL CAPITAL	3,459.57
	-----
TOTAL LIABILITIES AND CAPITAL	\$ 3,459.57
	-----

MIKESELL ACCOUNTING  
Sandra J. Mikesell, E.A.  
15581 W. Amelia Drive, Goodyear, AZ 85338

SIERRA RANCH III HOMEOWNERS ASSOCIATION

INCOME STATEMENT

FOR THE MONTH AND TWELVE MONTHS ENDED DECEMBER 31, 1999

	CURRENT		YEAR	
	PERIOD	‡	TO DATE	‡
INCOME:				
3050 Homeowner Assessments	\$ 3,525.80	100.0	\$21,424.54	82.6
3070 Builder Assessments	.00	.0	4,462.92	17.2
3100 Late Fees	.00	.0	40.00	.2
	-----	-----	-----	-----
TOTAL INCOME	3,525.80	100.0	25,927.46	100.0
6000 OPERATING EXPENSES	2,783.93	79.0	22,467.89	86.7
	-----	-----	-----	-----
OPERATING PROFIT	741.87	21.0	3,459.57	13.3
	-----	-----	-----	-----
NET INCOME	\$ 741.87	21.0	\$ 3,459.57	13.3
	-----	-----	-----	-----

MIKESELL ACCOUNTING  
 Sandra J. Mikesell, E.A.  
 15581 W. Amelia Drive, Goodyear, AZ 85338

SIERRA RANCH III HOMEOWNERS ASSOCIATION

SCHEDULE OF OPERATING EXPENSES  
 FOR THE MONTH AND TWELVE MONTHS ENDED DECEMBER 31, 1999

	CURRENT		YEAR		
	PERIOD	%	TO DATE	%	
<b>OPERATING EXPENSES:</b>					
<b>ADMINISTRATIVE:</b>					
6005	Accounting	50.00	1.4	450.00	1.7
6055	Insurance: Liability	.00	.0	1,238.00	4.8
6065	Late Fee Expense	15.00	.4	40.00	.2
6075	Management Expense	575.00	16.3	7,330.00	28.3
6080	Office Supplies & Expense	27.56	.8	332.31	1.3
<b>MAINTENANCE:</b>					
Landscape Expense:					
6215	Monthly Landscape	1,100.00	31.2	2,200.00	8.5
<b>SUPPLIES:</b>					
6305	Common Areas	.00	.0	301.65	1.2
<b>UTILITIES:</b>					
6405	Electric	15.08	.4	242.51	.9
6415	Water	1,001.29	28.4	10,333.42	39.9
-----					
<b>TOTAL OPERATING EXPENSES</b>		<b>\$ 2,783.93</b>	<b>79.0</b>	<b>\$22,467.89</b>	<b>86.7</b>
		-----	-----	-----	-----

MIKESSELL ACCOUNTING  
 Sandra J. Mikesell, E.A.  
 15581 W. Amelia Drive, Goodyear, AZ 85338

**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.                          | 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 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 JACK BURNSIDE Date 10-16-09 Name Dan Butler Date 10-16-2008  
 Signature [Signature] Signature [Signature]  
 Title PRESIDENT Title Treasurer

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