WEB FORM COPY

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

AZ Corp. Commission
01155245

DUE ON OR BEFORE 04/20/2005 FY04-05 **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 on page 4 for proper format.

1. -0953952-9
THE SUN GROVES HOMEOWNERS ASSOCIATION
7740 N 16TH ST #300
PHOENIX, AZ 85020

RECEIVED
MAR 1 5 2005
ARIZONA CORP. COMMISSION
CORPORATIONS DIVISION

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

2. Statutory Agent: LAURA ZIFF
Mailing Address: 7740 N 16TH ST #300
City, State, Zip: PHOENIX, AZ 85020

Physical Address, If Different.
Physical Address:
City, State, Zip:

ACC USE ONLY
Fee $ 10 PR 3/21/05
Penalty $
Reinstate $
Expedite $
Resubmit $

954275

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

_____
Printed Name 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. PLEASE PRINT OR TYPE CLEARLY.

5a. Please examine the corporation's original Articles of Incorporation for the amount of **shares authorized.**

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

5b. Review all corporation amendments to determine if the original number of shares has changed. Examine the corporation's minutes for the number of **shares issued.**

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 PRINT OR TYPE CLEARLY.

NONE ☒

Name: _____ **Name:** _____

Name: _____ **Name:** _____

7. OFFICERS PLEASE PRINT OR TYPE CLEARLY. YOU MUST LIST AT LEAST ONE.

Name: See attached **Name:** _____

Title: _____ Title: _____

Address: _____ Address: _____

_____ _____

Date taking office: _____ Date taking office: _____

Name: _____ **Name:** _____

Title: _____ Title: _____

Address: _____ Address: _____

_____ _____

Date taking office: _____ Date taking office: _____

8. DIRECTORS PLEASE PRINT OR TYPE CLEARLY. YOU MUST LIST AT LEAST ONE.

Name: _____ **Name:** _____

Address: _____ Address: _____

_____ _____

Date taking office: _____ Date taking office: _____

Name: _____ **Name:** _____

Address: _____ Address: _____

_____ _____

Date taking office: _____ Date taking office: _____

THE SUN GROVES HOMEOWNERS ASSOCIATION
BOARD OF DIRECTORS
FILE ID #0953952-9

Please make the following corrections to the Board of Directors.

Officers:

President:
THOMAS R. BLAKE, JR
TAYLOR WOODROW
7740 N. 16TH STREET #300
PHOENIX, AZ 85020

Vice President:
NICOLE THOMPSAN
KB HOMES
7740 N. 16TH STREET #300
PHOENIX, AZ 85020

Secretary:
THOMAS E. ABRAHAM
FULTON HOMES
7740 N. 16TH STREET #300
PHOENIX, AZ 85020

Treasurer:
THOMAS E. ABRAHAM
FULTON HOMES
7740 N. 16TH STREET #300
PHOENIX, AZ 85020

Directors:
LYNNE M. DUGAN
TAYLOR WOODROW
7740 N. 16TH STREET #300
PHOENIX, AZ 85020

VERONICA ROSELL
MORRISON HOMES
7740 N. 16TH STREET #300
PHOENIX, AZ 85020

Run Date: 01/11/05
Run Time: 04:32 PM

SUN GROVES HOMEOWNER ASSOC (345)

Balance Sheet
As of 12/31/04

ASSETS

Cash Checking - Operating	$	33,555.22	
Cash Savings - Reserves		33,602.79	
Cash Savings - Working Capital		18,952.47	
Utility Deposit		900.00	
Prepaid Insurance		3,321.75	
Accounts Receivable		29,876.41	
TOTAL ASSETS			$ 120,208.64

LIABILITIES & EQUITY

CURRENT LIABILITIES:			
Accounts Payable	$	1,126.00	
Prepaid Assessments		58,866.03	
Accrued Expenses		650.00	
Subtotal Current Liab.			$ 60,642.03
EQUITY:			
Retained Earnings	$	49,025.99	
Current Year Net Surplus/(Defi		10,540.62	
Subtotal Equity			$ 59,566.61
TOTAL LIABILITIES & EQUITY			$ 120,208.64

9. FINANCIAL DISCLOSURE (A.R.S. §10-11622.A.9)
Nonprofit corporations **must attach** a financial statement (e.g. income/expense statement, balance sheet including assets, liabilities). All other forms of corporations are exempt from filing a financial disclosure.

9A. MEMBERS (A.R.S. § 10-11622.A.6)

Only Nonprofit Corporations must answer this question.

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/or 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 business 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, RECEIVERSHIP or CHARTER REVOCATION (A.R.S. §§10-202.D.2, 10-3202.D.2, 10-1623 & 10-11623)

A) Has the corporation filed a petition for bankruptcy or appointed a receiver? One box **must** be marked: YES ☐ NO ☒

B) Has any person serving as an officer, director, trustee or incorporator of the corporation served in any such capacity OR held or controlled over 20% of the issued and outstanding common shares, or 20% of any other proprietary, beneficial or membership interest in any other corporation which has been placed in bankruptcy, receivership or had its charter revoked, or administratively or judicially dissolved by any state or jurisdiction?

[Underlined portion pertains to business corporations only] One box **must** be marked: YES ☐ NO ☒

If "YES" to A and/or B, 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. (e.g. officer, director, trustee or major stockholder)
2. The state in which each corporation was a) incorporated b) transacted business.
3. The dates of corporate operation.
4. If any involved person (listed in #1) has been involved in any other bankruptcy proceeding within the past year, the name and address of each corporation.
5. Date, Case number and Court where the bankruptcy was filed or receiver appointed.
6. Name and address of court appointed receiver.

12. SIGNATURES: Annual Reports must be signed and dated by at least one duly authorized officer or they 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 X Thomas R. Blakey JR **Date** 3-11-05 **Name** _____ **Date** _____

Signature X Thomas R Blakey **Signature** _____

Title X President **Title** _____

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