



CORPORATION COMMISSION CORPORATION ANNUAL REPORT & CERTIFICATE OF DISCLOSURE

AZ Corp. Commission



02560060

DUE ON OR BEFORE 05/03/2008

FY07-08

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.

I.

-0958524-2

RECEIVED

WHISPER ROCK ESTATES COMMUNITY ASSOCIATION
8360 E VIA DE VENTURA #L-100
SCOTTSDALE, AZ 85258

MAY 29 2008

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ARIZONA CORP. COMMISSION
CORPORATIONS DIVISION

APR 04 2008

Business Phone: _____

(Business phone is optional.)

ARIZONA CORP. COMMISSION
CORPORATIONS DIVISION

State of Domicile: ARIZONA

Type of Corporation: NON-PROFIT

I.

Statutory Agent: CAPITAL CONSULTANTS MGMT CORP
Mailing Address: 8360 E VIA VENTURA STE L100
City, State, Zip: SCOTTSDALE, AZ 85258

Physical Address, if Different:
Physical Address:
City, State, Zip:

ACC USE ONLY

Fee \$ _____

Penalty \$ _____

Reinstatement \$ _____

Expedite \$ _____

Resubmit \$ _____

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

TOM LEDVINA

Printed Name of new Statutory Agent

I. Secondary Address:

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(Foreign Corporations are
REQUIRED to complete
this section).

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ARIZONA CORP. COMMISSION
CORPORATIONS DIVISION

I. 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. Library
- ☐ 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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ARIZONA CORP. COMMISSION
CORPORATIONS DIVISION

i. **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.

ia. 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)

ib. 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)

ii. **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: _____

iii. **OFFICERS** Please Type or Print Clearly. You Must List at Least One.

Name: Christopher Harrison Name: _____

Title: President Title: _____

Address: 7377 E Doubletree Ranch Rd Address: _____
Scottsdale, AZ 85258

Date taking office: _____ Date taking office: _____

Name: Cleson Hill Name: _____

Title: Vice President Title: _____

Address: 7377 E Doubletree Ranch Road Address: _____
Scottsdale, AZ 85258

Date taking office: _____ Date taking office: _____

iv. **DIRECTORS** Please Type or Print Clearly. You Must List at Least One.

Name: Brian Baehr Name: _____

Address: 7377 E. Doubletree Ranch Road Address: _____
Scottsdale, AZ 85258

Date taking office: _____ Date taking office: _____

Name: _____ Name: _____

Address: _____ Address: _____

Date taking office: _____ Date taking office: _____

CASH			
CASH-OPERATING ACCT	78,905.50	21,562.35	57,343.15
CASH-PETTY CASH CHECKING	1,000.00	1,000.00	0.00
CASH-BUILDER DEPOSITS	87,083.12	123,369.92	(38,286.80)
BLDR BOND-CDARS	33,500.00	0.00	33,500.00
TOTAL CASH	200,488.62	145,932.27	54,556.35
ACCOUNTS RECEIVABLE			
ACCOUNTS RECEIVABLE	46,895.24	51,416.28	(4,521.02)
RESERVE FOR BAD DEBT	(1,000.00)	(1,000.00)	0.00
TOTAL ACCOUNTS RECEIVABLE	45,895.24	50,416.28	(4,521.02)
OTHER ASSETS			
DEPOSITS	1,870.00	1,870.00	0.00
PREPAID INSURANCE	7,088.15	8,258.72	(1,168.57)
PREPAID EXPENSE	13,348.48	13,548.48	(200.00)
INSURANCE CLAIMS	0.00	28,322.85	(28,322.85)
TOTAL OTHER ASSETS	22,104.64	51,798.08	(29,691.42)
TOTAL ASSETS	268,488.50	248,144.59	20,343.91

LIABILITIES & FUND BALANCE

CURRENT LIABILITIES

ACCRUED EXPENSE
ACCOUNTS PAYABLE
UNEARNED ASSESSMENTS
PREPAID ASSESSMENTS
PREPAID VILLAS REIMB
BUILDER DEPOSIT PAYABLE

TOTAL CURRENT LIABILITIES

TOTAL LIABILITIES

FUND BALANCE

OWNERS EQUITY
CURRENT YEAR INCOME (LOSS)

TOTAL FUND BALANCE

TOTAL LIABILITIES & FUND BALANCE

	CURRENT MONTH BALANCE	PREVIOUS MONTH BALANCE	NET CHANGE
	0.00	10,438.00	(10,438.00)
	19,480.13	43,427.46	(23,947.33)
	0.00	64,533.33	(64,533.33)
	74,231.25	10,011.25	64,220.00
	150.00	1,070.00	(920.00)
	116,637.03	119,637.03	(3,000.00)
	210,498.41	249,117.07	(38,618.66)
	210,498.41	249,117.07	(38,618.66)
	12,554.09	12,554.09	0.00
	45,436.00	(13,526.57)	58,962.57
	57,990.09	(972.48)	58,962.57
	268,488.50	248,144.59	20,343.91

MONTHLY ACTUAL	MONTHLY BUDGET	MONTHLY VARIANCE	YEAR-TO-DATE ACTUAL	YEAR-TO-DATE BUDGET	YEAR-TO-DATE VARIANCE	ANNUAL BUDGET	BUDGET REMAINING
84,533.33	67,468	(2,934.67)	775,355.58	786,500	(11,144.44)	786,500	11,144.44
0.00	0	0.00	330.00	0	330.00	0	(330.00)
1,190.00	1,190	0.00	16,860.00	14,280	2,380.00	14,280	(2,380.00)
0.00	0	0.00	(862.17)	0	(862.17)	0	862.17
150.00	100	50.00	3,800.00	1,200	2,400.00	1,200	(2,400.00)
2,778.00	2,778	0.00	33,336.00	33,336	0.00	33,336	0.00
65,000.00	0	65,000.00	157,000.00	0	157,000.00	0	(157,000.00)
1,312.50	0	1,312.50	109,297.30	0	109,297.30	0	(109,297.30)
0.00	3,500	(3,500.00)	24,500.00	63,000	(38,500.00)	63,000	38,500.00
213.20	0	213.20	2,834.72	0	2,834.72	0	(2,834.72)
6,132.00	4,137	1,995.00	63,609.00	49,644	13,965.00	49,644	(13,965.00)
0.00	50	(50.00)	472.00	600	(128.00)	600	128.00
50,165.66	0	50,165.66	(57,819.14)	0	(57,819.14)	0	57,819.14
191,474.69	79,223	112,251.69	1,128,113.27	948,560	178,553.27	948,560	(179,553.27)
EXPENSES							
STAFF/CONTRACT SALARIES							
12,941.58	15,786	2,844.42	176,656.39	188,843	10,188.61	188,843	10,188.61
12,941.58	15,786	2,844.42	176,656.39	188,843	10,188.61	188,843	10,188.61
ADMINISTRATIVE & GENERAL							
0.00	0	0.00	3,750.00	4,400	650.00	4,400	650.00
0.00	0	0.00	147.15	0	(147.15)	0	(147.15)
(1,028.50)	300	1,328.50	391.28	3,800	3,208.74	3,800	3,208.74
0.00	0	0.00	2,107.37	250	(1,857.37)	250	(1,857.37)
3,000.00	3,000	0.00	36,000.00	36,000	0.00	36,000	0.00
743.00	125	(618.00)	5,212.14	1,500	(3,712.14)	1,500	(3,712.14)
91.10	75	(16.10)	888.30	1,400	541.70	1,400	541.70
1,428.03	600	(828.03)	14,887.34	7,200	(7,667.34)	7,200	(7,667.34)
650.10	850	199.90	9,677.32	10,200	522.68	10,200	522.68
226.37	200	(26.37)	2,161.18	2,400	238.84	2,400	238.84
0.25	0	(0.25)	0.25	0	(0.25)	0	(0.25)
1,217.16	500	(717.16)	14,195.01	6,000	(8,195.01)	6,000	(8,195.01)
157.97	300	142.03	12,435.87	15,000	2,564.13	15,000	2,564.13
0.00	0	0.00	97.12	0	(97.12)	0	(97.12)
0.00	0	0.00	5,500.00	5,000	(500.00)	5,000	(500.00)
6,483.48	5,950	(533.48)	107,400.29	92,950	(14,450.29)	92,950	(14,450.29)
CONTRACT SERVICES							
450.00	550	100.00	3,040.44	6,600	3,559.56	6,600	3,559.56
841.87	300	(541.87)	4,105.22	3,800	(505.22)	3,800	(505.22)
4,525.00	1,685	(2,830.00)	21,005.00	20,340	(665.00)	20,340	(665.00)
1,010.74	500	(510.74)	6,989.83	6,000	(989.83)	6,000	(989.83)
2,120.00	500	(1,620.00)	9,269.17	6,000	(3,269.17)	6,000	(3,269.17)
11,040.00	10,690	(350.00)	151,882.77	143,070	(8,812.77)	143,070	(8,812.77)

MONTHLY ACTUAL		MONTHLY BUDGET	MONTHLY VARIANCE	YEAR TO DATE ACTUAL		YEAR TO DATE BUDGET	YEAR TO DATE VARIANCE	ANNUAL BUDGET	BUDGET REMAINING
0.00	600	600.00		3,850.00	7,200	3,350.00		7,200	3,350.00
0.00	3,500	3,500.00		38,579.00	63,000	23,421.00		63,000	23,421.00
24.00	165	141.00		1,379.00	1,980	601.00		1,980	1,980
1,880.00	875	(1,005.00)		11,543.14	10,500	(1,043.14)		10,500	(1,043.14)
1,760.00	1,750	(10.00)		14,936.00	21,000	6,064.00		21,000	6,064.00
26,414.72	25,660	(754.72)		301,511.94	301,281	(230.94)		301,281	(230.94)
1,133.48	1,300	166.52		11,329.79	15,600	4,270.21		15,600	4,270.21
135.00	150	15.00		1,930.44	1,800	(130.44)		1,800	(130.44)
592.00	500	(92.00)		4,186.00	6,000	1,814.00		6,000	1,814.00
200.00	0	(200.00)		2,808.96	0	(2,808.96)		0	(2,808.96)
52,126.81	48,735	(3,391.81)		589,346.50	613,971	24,624.50		613,971	24,624.50
TOTAL CONTRACT SERVICES									
REPAIRS & MAINTENANCE									
0.00	0	0.00		3,627.11	890	(2,737.11)		890	(2,737.11)
187.50	600	412.50		1,698.87	7,200	5,501.13		7,200	5,501.13
38,600.64	0	(38,600.64)		37,000.54	0	(37,000.54)		0	(37,000.54)
0.00	450	450.00		635.00	5,400	4,765.00		5,400	4,765.00
0.00	200	200.00		1,196.61	2,400	1,203.39		2,400	1,203.39
0.00	150	150.00		5,182.31	1,800	(3,382.31)		1,800	(3,382.31)
7,550.22	2,500	(5,050.22)		10,000.00	10,000	0.00		10,000	0.00
339.17	450	110.83		1,465.40	5,400	3,934.60		5,400	3,934.60
0.00	100	100.00		0.00	1,200	1,200.00		1,200	1,200.00
0.00	100	100.00		1,481.24	1,200	(281.24)		1,200	(281.24)
44,877.43	4,550	(40,127.43)		62,287.08	35,490	(26,797.08)		35,490	(26,797.08)
TOTAL REPAIRS & MAINTENANCE									
PARTS & SUPPLIES									
2,184.73	400	(1,784.73)		5,780.88	4,800	(980.88)		4,800	(980.88)
0.00	0	0.00		4,500.00	0	(4,500.00)		0	(4,500.00)
530.82	300	(230.82)		5,497.81	3,600	(1,897.81)		3,600	(1,897.81)
0.00	0	0.00		1,534.77	1,200	(334.77)		1,200	(334.77)
0.00	600	600.00		624.86	2,700	2,075.14		2,700	2,075.14
86.08	150	63.92		5,032.54	6,300	1,267.46		6,300	1,267.46
22.22	500	477.78		107.72	1,000	892.28		1,000	892.28
0.00	75	75.00		810.69	900	289.31		900	289.31
2,823.65	2,025	(798.65)		23,689.27	20,500	(3,189.27)		20,500	(3,189.27)
TOTAL PARTS & SUPPLIES									
UTILITIES									
3,265.25	3,500	234.75		40,977.33	37,800	(3,177.33)		37,800	(3,177.33)
4,432.32	2,600	(1,832.32)		24,262.74	18,400	(5,862.74)		18,400	(5,862.74)
4,433.25	1,700	(2,733.25)		43,005.80	51,200	8,194.20		51,200	8,194.20
12,130.82	7,800	(4,330.82)		108,235.87	107,400	(835.87)		107,400	(835.87)
TOTAL UTILITIES									
TAXES									
(70.22)	0	70.22		(1,262.29)	3,000	4,262.29		3,000	4,262.29
230.00	0	(230.00)		2,061.00	750	(1,311.00)		750	(1,311.00)
REAL ESTATE TAXES									
INCOME TAXES									

MONTHLY		MONTHLY		MONTHLY		YEAR TO DATE		YEAR TO DATE		YEAR TO DATE		ANNUAL	
ACTUAL	BUDGET	VARIANCE	ACTUAL	BUDGET	VARIANCE	ACTUAL	BUDGET	VARIANCE	ACTUAL	BUDGET	VARIANCE	BUDGET	REMAINING
159.78	0	(159.78)	TOTAL TAXES			798.71	3,750	2,951.29	3,750	2,951.29		3,750	2,951.29
129.00	200	71.00	INSURANCE			1,859.82	2,400	540.18	2,400	540.18		2,400	540.18
844.57	750	(94.57)	DIRECTORS & OFFICERS			9,881.09	8,000	(881.09)	8,000	(881.09)		8,000	(881.09)
195.00	0	(195.00)	ASSOC MASTER POLICY			522.25	0	(522.25)	0	(522.25)		0	(522.25)
			WORKER'S COMPENSATION										
1,188.57	950	(218.57)	TOTAL INSURANCE			12,263.16	11,400	(863.16)	11,400	(863.16)		11,400	(863.16)
132,512.12	85,796	(46,716.12)	TOTAL OPERATING EXPENSES			1,082,877.27	1,074,304	(8,373.27)	1,074,304	(8,373.27)		1,074,304	(8,373.27)
58,962.57	(9,573)	68,535.57	NET OPERATING INCOME (LOSS)			45,438.00	(125,744)	171,180.00	(125,744)	171,180.00		(125,744)	(171,180.00)

* Unaudited *

CASH - RESERVE FUND
CASH-RESERVES FNB
RESERVES - CDARS FNB

TOTAL CASH - RESERVE FUND

TOTAL ASSETS

LIABILITIES & FUND BALANCE

TOTAL LIABILITIES

FUND BALANCE
RESERVE FUND EQUITY
NET INCOME (LOSS)

TOTAL FUND BALANCE

TOTAL LIABILITIES & FUND BALANCE

	CURRENT MONTH CHANGE	PREVIOUS MONTH BALANCE	NET CHANGE
87,343.87	287,169.11	(218,825.24)	
<u>243,080.00</u>	<u>0.00</u>	<u>243,080.00</u>	
310,423.87	287,169.11	23,254.76	

310,423.87	287,169.11	23,254.76
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0.00	0.00	0.00
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217,863.91	217,863.91	0.00
<u>92,769.96</u>	<u>69,505.20</u>	<u>23,254.76</u>

310,423.87	287,169.11	23,254.76
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310,423.87	287,169.11	23,254.76
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MONTHLY ACTUAL		MONTHLY BUDGET		MONTHLY VARIANCE		YEAR TO DATE ACTUAL		YEAR TO DATE BUDGET		YEAR TO DATE VARIANCE		ANNUAL BUDGET		ANNUAL REMAINING	
22,800.00	454.76	22,800	0	0.00	454.76	91,200.00	0	91,200	0	0.00	454.76	91,200	0	0.00	(454.76)
<u>0.00</u>	<u>0.00</u>	<u>0</u>	<u>0</u>	<u>0.00</u>	<u>0.00</u>	<u>4,834.64</u>	<u>0</u>	<u>4,834.64</u>	<u>0</u>	<u>4,834.64</u>	<u>4,834.64</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>(4,834.64)</u>
23,254.76		22,800		454.76		96,489.40		91,200		5,289.40		91,200		5,289.40	
	<u>0.00</u>	<u>0</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>3,729.44</u>	<u>0</u>	<u>3,729.44</u>	<u>0</u>	<u>(3,729.44)</u>	<u>(3,729.44)</u>	<u>0</u>	<u>0</u>	<u>(3,729.44)</u>	<u>(3,729.44)</u>
<u>0.00</u>	<u>0.00</u>	<u>0</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>3,729.44</u>	<u>0</u>	<u>3,729.44</u>	<u>0</u>	<u>(3,729.44)</u>	<u>(3,729.44)</u>	<u>0</u>	<u>0</u>	<u>(3,729.44)</u>	<u>(3,729.44)</u>
23,254.76		22,800		454.76		92,759.96		81,200		1,559.96		91,200		1,559.96	

ASSETS

CASH - RESERVE FUND
CASH-RESALE RESERVES
RESALE RSVS - CDARS

TOTAL CASH - RESERVE FUND

TOTAL ASSETS

LIABILITIES & FUND BALANCE

TOTAL LIABILITIES

FUND BALANCE
RESALE RESERVE EQUITY
NET INCOME (LOSS)

TOTAL FUND BALANCE

TOTAL LIABILITIES & FUND BALANCE

68,613.80	233,571.33	(164,957.73)
92,310.00	0.00	92,310.00
160,923.80	233,571.33	(72,647.73)
160,923.80	233,571.33	(72,647.73)

0.00	0.00	0.00
189,763.27	189,763.27	0.00
(28,839.87)	43,808.00	(72,647.73)
160,923.80	233,571.33	(72,647.73)
160,923.80	233,571.33	(72,647.73)

MONTHLY ACTUAL		MONTHLY BUDGET	MONTHLY VARIANCE	YEAR TO DATE ACTUAL	YEAR TO DATE BUDGET	YEAR TO DATE VARIANCE	ANNUAL BUDGET	BUDGET REMAINING
INCOME								
RESALE RSV TRAN FROM OPG TRANSFER TO RESERVE RESALE RESERVE INTEREST	(50,165.66)	0	(50,165.66)	57,819.14	0	57,819.14	0	(57,819.14)
	(22,800.00)	(22,800)	0.00	(91,200.00)	(91,200)	0.00	(91,200)	0.00
	317.93	0	317.93	4,541.19	0	4,541.19	0	(4,541.19)
TOTAL INCOME		(72,847.73)	(49,847.73)	(28,839.67)	(91,200)	62,360.33	(91,200)	(62,360.33)
NET INCOME (LOSS)		(72,847.73)	(49,847.73)	(28,839.67)	(91,200)	62,360.33	(91,200)	(62,360.33)

WHISPER ROCK ESTATES COMMUNITY ASSOCIATION
ACTION WITHOUT A MEETING
APRIL 24, 2008

By the authority established under Section 4.8 of the bylaws of Whisper Rock Estates Community Association, the Board of Directors unanimously resolves to appoint the a new Statutory Agent for the Arizona Corporation Commission representative as:

Tony Ledvina, President
Capital Consultants Management Corporation
8360 E Via de Ventura #L-100
Scottsdale, AZ 85258

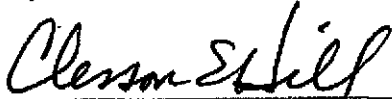
We direct this Action Without a Meeting to be filed with the minutes of the Association.



Chris Harrison, President



Brian Baehr, Vice-President



Clesson Hill, Secretary/Treasurer

COMMISSIONERS
MIKE GLEASON - Chairman
WILLIAM A. MUNDELL
JEFF HATCH-MILLER
KRISTIN K. MAYES
GARY PIERCE



ARIZONA CORPORATION COMMISSION

BRIAN C. MCNEIL
Executive Director

LINDA FISHER
Director, Corporations Division

CORPORATIONS DIVISION
1300 West Washington
Phoenix, Arizona 85007-2929

WHISPER ROCK ESTATES COMMUNITY ASSOCIATION
8360 E VIA DE VENTURA #L-100

SCOTTSDALE, AZ 85258

Effective Date: **08/26/2008**
File No: **-0958524-2**

Original Due Date: **May 3, 2008**

Received: **07/24/08**

We have deposited your check, however your annual report is being returned for the following reason(s):

Non-profit corporations must complete section 9A by marking whether the corporation does or does not have members per A.R.S. 10-11622.A.6.

>> Signature only required if appointing a new statutory agent for section 2.

IMPORTANT INFORMATION

Please note: This annual report has not been approved, it is being returned to you for corrections which are listed above. If you wish to avoid additional penalties and possible administrative dissolution, this report must be returned within 30 days after the effective date of this notice to be deemed timely filed. Refer to A.R.S. 10-1622.F for more information.

To successfully process your document, it is important for you to return:

- 1) A copy of this letter.
- 2) All annual report(s) which accompanied this letter (with corrections made).
- 3) Filing fee, penalties, or reinstatement fee if due.
- 4) Additional forms if required, like the Affidavit of Publication.

AR: 0021
REV. 03/2008

B. 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.

DA. 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. | 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, RECEIVERSHIP or CHARTER REVOCATION (A.R.S. §§10-202.D.2, 10-3202.D.2, 10-623 & 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 Cresson E. Hill Date 3/27/08 Name _____ Date _____

Signature Cresson E. Hill Signature _____

Title Secy/Treas. Title _____

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

