



CORPORATION ANNUAL REPORT & CERTIFICATE OF DISCLOSURE

AZ Corp. Commission



02128737

DUE ON OR BEFORE 04/05/2007

FY06-07

The following information is required by A.R.S. §§10-1622 & 10-11622 for all corporations org: 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 on the report should reflect the current status of the corporation. See instructions on page 4 for proper format.

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APR - 3 2007

ARIZONA CORP. COMMISSION CORPORATIONS DIVISION

-1290735-8

WHISPERING HEIGHTS HOMEOWNERS ASSOCIATION
2164 E BROADWAY RD #300
TEMPE, AZ 85282

Business Phone: (Business phone is optional.)

State of Domicile: ARIZONA Type of Corporation: NON-PROFIT

Statutory Agent: BURGESS J W RABY Physical Address, if Different.
Mailing Address: 2164 E BROADWAY RD #280 Physical Address:
City, State, Zip: TEMPE, AZ 85262 City, State, Zip:

ACC USE ONLY
Fee \$
Penalty \$
Reinstate \$
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

Printed Name of new Statutory Agent

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ARIZONA CORP. COMMISSION CORPORATIONS DIVISION

Secondary Address:

(Foreign Corporations are REQUIRED to complete this section).

Check the one category below which best describes the CHARACTER OF BUSINESS of your corporation.

BUSINESS CORPORATIONS

NON-PROFIT 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

- 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

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ARIZONA CORP. COMMISSION CORPORATIONS DIVISION

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.

3a. 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)

3b. 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)

**3. 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.

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

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

Name: Robert Venberg  
Title: President  
Address: 2164 E. Broadway Ste 300  
Tempe AZ 85282  
Date taking office: inception

Name: GINGER SWAINSTON  
Title: SECRETARY/TREASURER  
Address: 2164 E. BROADWAY Ste 300  
TEMPE AZ 85282  
Date taking office: inception

Name: \_\_\_\_\_  
Title: \_\_\_\_\_  
Address: \_\_\_\_\_  
Date taking office: \_\_\_\_\_

Name: \_\_\_\_\_  
Title: \_\_\_\_\_  
Address: \_\_\_\_\_  
Date taking office: \_\_\_\_\_

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

Name: Robert C. Venberg  
Address: 2164 E. Broadway Ste 300  
Tempe AZ 85282  
Date taking office: inception

Name: Ginger Swainston  
Address: 2164 E BROADWAY Ste 300  
TEMPE AZ 85282  
Date taking office: inception

Name: Steve Cameron  
Address: 2164 E Broadway #300  
TEMPE AZ 85282  
Date taking office: 2.5.07

Name: \_\_\_\_\_  
Address: \_\_\_\_\_  
Date taking office: \_\_\_\_\_

**Whispering Heights**  
**Balance Sheet**  
**As of 07/31/07**

**ASSETS**

<b>Operating Funds</b>		
FNBA Checking	\$	2,187.37
<hr style="width: 50%; margin-left: 0;"/>		
<b>Total Operating Funds</b>	\$	2,187.37
 <b>Reserve Funds</b>		
<hr style="width: 50%; margin-left: 0;"/>		
<b>Total Reserve Funds</b>	\$	.00
 <b>Other Assets</b>		
Aged Owner Balances	\$	(973.14)
<hr style="width: 50%; margin-left: 0;"/>		
<b>Total Other Assets</b>	\$	(973.14)
<hr style="width: 50%; margin-left: 0;"/>		
<b>TOTAL ASSETS</b>	<b>\$</b>	<b>1,214.23</b>
<hr style="width: 50%; margin-left: 0;"/>		
<hr style="width: 50%; margin-left: 0;"/>		

**LIABILITIES & EQUITY**

<b>Liabilities</b>		
<hr style="width: 50%; margin-left: 0;"/>		
<b>Total Liabilities</b>	\$	.00
 <b>Homeowner's Equity</b>		
Operating Funds Net Increase	\$	1,214.23
<hr style="width: 50%; margin-left: 0;"/>		
<b>Total Homeowner's Equity</b>	\$	1,214.23
<hr style="width: 50%; margin-left: 0;"/>		
<b>TOTAL LIABILITIES &amp; EQUITY</b>	<b>\$</b>	<b>1,214.23</b>
<hr style="width: 50%; margin-left: 0;"/>		
<hr style="width: 50%; margin-left: 0;"/>		

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.6 & 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, 10-1623 & 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 Robert C Venberg Date 4-2-07 Name \_\_\_\_\_ Date \_\_\_\_\_

Signature [Signature] Signature \_\_\_\_\_

Title PRESIDENT Title \_\_\_\_\_

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