



STATE OF ARIZONA
CORPORATION COMMISSION



BUSINESS CORPORATION ANNUAL REPORT
& CERTIFICATE OF DISCLOSURE
DOMESTIC

FOR FISCAL YEAR ENDING 04/30/96

DUE ON OR BEFORE 08/15/96

The following information is required by A.R.S. §10-125 for all general corporations organized for profit, professional corporations, and business trusts authorized to transact business in Arizona. The Commission's authority to prescribe this form is A.R.S. §10-142. MAKE CHANGES OR CORRECTIONS WHERE NECESSARY.

Corporation File: -0094225-0
Corporation Name: UNIVERSAL WALLBOARD CORPORATION
Address: C/O ROBERT HALL
3214 E. 45TH STREET

City, State, Zip: TUCSON, AZ 85713
Domicile: ARIZONA
Type: PROFIT

Arizona Statutory Agent: ROBERT HALL
Street Address: 3214 E. 45TH STREET
(NOT P.O. BOX)
City, State, Zip: TUCSON, AZ 85713

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JUL 16 1996

ARIZONA CORP. COMMISSION
CORPORATIONS DIVISION

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

- | | | |
|---|--|--|
| <input type="checkbox"/> 1. Accounting | <input type="checkbox"/> 16. General Consulting | <input type="checkbox"/> 31. Restaurant/Bar |
| <input type="checkbox"/> 2. Advertising | <input type="checkbox"/> 17. Health Care | <input type="checkbox"/> 32. Retail Sales |
| <input type="checkbox"/> 3. Aerospace | <input type="checkbox"/> 18. Hotel/Motel | <input type="checkbox"/> 33. Science/Research |
| <input type="checkbox"/> 4. Agriculture | <input type="checkbox"/> 19. Import/Export | <input type="checkbox"/> 34. Sports/Sporting Events |
| <input type="checkbox"/> 5. Architecture | <input type="checkbox"/> 20. Insurance | <input type="checkbox"/> 35. Tax Services |
| <input type="checkbox"/> 6. Attorneys at Law | <input type="checkbox"/> 21. Legal Services | <input type="checkbox"/> 36. Technology (Computer) |
| <input type="checkbox"/> 7. Banking/Finance | <input type="checkbox"/> 22. Manufacturing | <input type="checkbox"/> 37. Technology (General) |
| <input type="checkbox"/> 8. Barbers/Cosmetology | <input type="checkbox"/> 23. Medicine/Dentistry | <input type="checkbox"/> 38. Television/Radio |
| <input checked="" type="checkbox"/> 9. Construction | <input type="checkbox"/> 24. Mining | <input type="checkbox"/> 39. Tourism/Convention Services |
| <input type="checkbox"/> 10. Contractor | <input type="checkbox"/> 25. News Media | <input type="checkbox"/> 40. Transportation |
| <input type="checkbox"/> 11. Credit/Collection | <input type="checkbox"/> 26. Pharmaceutical | <input type="checkbox"/> 41. Utilities |
| <input type="checkbox"/> 12. Education | <input type="checkbox"/> 27. Publishing/Printing | <input type="checkbox"/> 42. Veterinary Medicine/
Animal Care |
| <input type="checkbox"/> 13. Engineering | <input type="checkbox"/> 28. Ranching/Livestock | <input type="checkbox"/> 43. Other _____ |
| <input type="checkbox"/> 14. Entertainment | <input type="checkbox"/> 29. Real Estate | |
| <input type="checkbox"/> 15. Farming | <input type="checkbox"/> 30. Resort | |

ACC USE ONLY

Fee \$45
Penalty \$
Total \$

2. NUMBER OF EMPLOYEES: Please check one. (For statistical purposes only.)

25 or Less _____ 26 - 100 _____ 101 - 500 ☒ Over 500 _____

3. If appointing a new statutory agent, the new agent MUST consent to that appointment and PRESIDENT or VICE PRESIDENT must sign this report.

I, (individual) or We, (corporation) having been designated the new Statutory Agent, do hereby consent to this appointment until my removal or resignation pursuant to law.

Statutory Agent Name

Address

Signature

City, State, Zip

4. **CAPITALIZATION:** (NOTE: Business Trusts must indicate the number of transferable certificates held by trustees evidencing their beneficial interest in the trust estate.)

Number of Shares Authorized	Class	Series	Par Value
<u>1,000,000</u>	<u>COMMON</u>		<u>\$2.00</u>

Number of Shares Issued	Class	Series	Par Value
<u>5,000</u>	<u>COMMON</u>		<u>\$2.00</u>

5. **OFFICERS**

PRESIDENT: ROBERT L. HALL

Address: 3214 E. 45TH STREET
TUCSON, AZ 85713

Date taking office: 09/09/91

SECRETARY: MARLENE COBLE

Address: 3214 E. 45TH STREET
TUCSON, AZ 85713

Date taking office: 09/12/94

VICE PRESIDENT: JOSEPH WITTMANN

Address: 3214 E. 45TH STREET
TUCSON, AZ 85713

Date taking office: 09/09/91

TREASURER: MARLENE COBLE

Address: 3214 E. 45TH STREET
TUCSON, AZ 85713

Date taking office: 09/12/94

6. **DIRECTORS**

NAME: ROBERT L. HALL

Address: 3214 E. 45TH STREET
TUCSON, AZ 85713

Date taking office: 09/09/91

NAME: JOSEPH WITTMANN

Address: 3214 E. 45TH STREET
TUCSON, AZ 85713

Date taking office: 09/09/91

NAME: _____

Address: _____

Date taking office: _____

NAME: _____

Address: _____

Date taking office: _____

7. **SHAREHOLDERS** of record holding more than 20% of any class of shares issued by the corporation or having more than 20% beneficial interest in the corporation. If none, so state.

ROBERT L. HALL
NAME ROBERT L. HALL

NAME _____

NAME _____

0094225-0

DISCLAIMER OF OPINION

Universal Wallboard Corporation
Tucson, Arizona

The balance sheet included in the accompanying prescribed form has been compiled by us. Our compilation was limited to presenting in the form prescribed by the Arizona Corporation Commission information that is the representation of management. We have not audited or reviewed the balance sheet referred to above and, accordingly, do not express an opinion or any other form of assurance on it.

The balance sheet is presented in accordance with the requirements of the Arizona Corporation Commission, which differ from generally accepted accounting principles. Accordingly, this balance sheet is not designed for those who are not informed about such differences.

Regier Carr & Monroe, L.L.P.

July 11, 1996
Tucson, Arizona

Schedule L Balance Sheets

	Beginning of tax year		End of tax year	
	(a)	(b)	(c)	(d)
Assets				
1 Cash		86,257.		639,410.
2a Trade notes and accounts receivable	763,886.		649,687.	
b Less allowance for bad debts	()	763,886.	()	649,687.
3 Inventories		75,245.		33,774.
4 U.S. government obligations				
5 Tax-exempt securities				
6 Other current assets		153,616.		184,668.
7 Loans to stockholders				
8 Mortgage and real estate loans				
9 Other investments				
10a Buildings and other depreciable assets	403,422.		416,769.	
b Less accumulated depreciation	(276,565.)	126,857.	(305,439.)	111,330.
11a Depletable assets				
b Less accumulated depletion	()		()	
12 Land (net of any amortization)				
13a Intangible assets (amortizable only)				
b Less accumulated amortization	()			
14 Other assets		15,465.		18,280.
15 Total assets		1,221,326.		1,637,149.
Liabilities and Stockholders' Equity				
16 Accounts payable		108,045.		150,724.
17 Mortgages, notes, bonds payable in less than 1 year				
18 Other current liabilities		32,859.		86,074.
19 Loans from stockholders		69,113.		69,113.
20 Mortgages, notes, bonds payable in 1 year or more				
21 Other liabilities				
22 Capital stock a Preferred stock				
b Common stock	10,000.	10,000.	10,000.	10,000.
23 Paid-in or capital surplus		41,087.		41,087.
24 Retained earnings Appropriated (attach schedule)				
25 Retained earnings - Unappropriated		960,222.		1,280,151.
26 Less cost of treasury stock		()		()
27 Total liabilities and stockholders' equity		1,221,326.		1,637,149.

** UNAUDITED - SEE ACCOMPANYING DISCLAIMER OF OPINION **

Note: You are not required to complete Schedules M-1 and M-2 below if the total assets on line 15, column (d) of Schedule L are less than \$25,000.

Schedule M-1 Reconciliation of Income (Loss) per Books With Income per Return

1 Net income (loss) per books	319,929.	7 Income recorded on books this year not included on this return (itemize):	
2 Federal income tax	161,843.	Tax-exempt interest \$	89,796.
3 Excess of capital losses over capital gains			89,796.
4 Income subject to tax not recorded on books this year (itemize).	86,524.	8 Deductions on this return not charged against book income this year (itemize):	
5 Expenses recorded on books this year not deducted on this return (itemize):		a Depreciation \$	6,371.
a Depreciation \$		b Contributions carryover \$	
b Contributions carryover \$			6,371.
c Travel and entertainment \$	3,480.	9 Add lines 7 and 8	96,167.
	400.	10 Income (line 28, page 1) - line 6 less line 9	476,009.
6 Add lines 1 through 5	572,176.		

Schedule M-2 Analysis of Unappropriated Retained Earnings per Books (Line 25, Schedule L)

1 Balance at beginning of year	960,222.	5 Distributions a Cash	
2 Net income (loss) per books	319,929.	b Stock	
3 Other increases (itemize):		c Property	
		6 Other decreases (itemize)	
4 Add lines 1, 2, and 3	1,280,151.	7 Add lines 5 and 6	
		8 Balance at end of year (line 4 less line 7)	1,280,151.

9.A. CERTIFICATE OF DISCLOSURE (A.R.S. §10-128)

Has any person serving either by election or appointment as officers, directors, trustees, incorporators and persons 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:

1. Been 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. Been 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. Been 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:

- (a) involved the violation of fraud or registration provisions of the securities laws of that jurisdiction, or
- (b) involved the violation of the consumer fraud laws of that jurisdiction, or
- (c) involved the violation of the antitrust or restraint of trade laws of that jurisdiction?

YES _____

NO X _____

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). | |

9.B. STATEMENT OF BANKRUPTCY (A.R.S. §10-128.01)

Are you currently in federal bankruptcy proceedings, and if so, under which chapter of federal bankruptcy law is the action filed and on what date?

Yes _____ Chapter _____ Date Filed _____ Case Number _____ No X _____

10. This report must be executed by the corporation and attested by its president, a vice-president, secretary, assistant secretary or treasurer. (If the corporation is in the hands of a receiver or trustee, it shall be executed on behalf of the corporation.)

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.

By James J. Shaw Date 7/15/96 By Maureen Cowley Date 7/15/96
Title PRESIDENT Title Sec/Treas