



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



DUE ON OR BEFORE ~~03/20/1998~~ 4/15/97

FILING FEE \$45.00

The following information is required by A.R.S. §10-1622 & §10-2501 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. & §10-2545.A. **YOUR REPORT MUST BE SUBMITTED ON THIS ORIGINAL FORM.** Make changes or corrections where necessary. See instructions for proper format. **REFER TO THE INSTRUCTIONS ON PAGE 4.**

1. Q.S.R., INC.
PO BOX 32706-255
TUCSON, AZ 85751-2706

Business Phone: _____ Corporation File Number: -0517087-9
State of Domicile: ARIZONA Type of Corporation: PROFIT

2. Arizona Statutory Agent: ROBERT E FEE
Street Address: 4501 E GRANT RD
(NOT P.O. BOX)
City, State, Zip: TUCSON AZ 85712-

ADD-USE ONLY
Fee \$45
Filing \$27
Total \$72
FY97-98

For 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 _____

RECEIVED

FEB 19 1998

3. Secondary Address:
Foreign Corporations are REQUIRED to complete this section.)

ARIZONA CORP. COMMISSION
CORPORATIONS DIVISION

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

BUSINESS CORPORATIONS

- | | |
|---|--|
| <input type="checkbox"/> 1. Accounting | <input type="checkbox"/> 20. Manufacturing |
| <input type="checkbox"/> 2. Advertising | <input type="checkbox"/> 21. Mining |
| <input type="checkbox"/> 3. Aerospace | <input type="checkbox"/> 22. News Media |
| <input type="checkbox"/> 4. Agriculture | <input type="checkbox"/> 23. Pharmaceutical |
| <input type="checkbox"/> 5. Architecture | <input type="checkbox"/> 24. Publishing/Printing |
| <input type="checkbox"/> 6. Banking/Finance | <input type="checkbox"/> 25. Ranching/Livestock |
| <input type="checkbox"/> 7. Barbers/Cosmetology | <input checked="" type="checkbox"/> 26. Real Estate |
| <input type="checkbox"/> 8. Construction | <input type="checkbox"/> 27. Restaurant/Bar |
| <input type="checkbox"/> 9. Contractor | <input type="checkbox"/> 28. Retail Sales |
| <input type="checkbox"/> 10. Credit/Collection | <input type="checkbox"/> 29. Science/Research |
| <input type="checkbox"/> 11. Education | <input type="checkbox"/> 30. Sports/Sporting Events |
| <input type="checkbox"/> 12. Engineering | <input type="checkbox"/> 31. Technology(Computers) |
| <input type="checkbox"/> 13. Entertainment | <input type="checkbox"/> 32. Technology(General) |
| <input type="checkbox"/> 14. General Consulting | <input type="checkbox"/> 33. Television/Radio |
| <input type="checkbox"/> 15. Health Care | <input type="checkbox"/> 34. Tourism/Convention Services |
| <input type="checkbox"/> 16. Hotel/Motel | <input type="checkbox"/> 35. Transportation |

NON-PROFIT CORPORATIONS

- | |
|--|
| <input type="checkbox"/> 1. Charitable |
| <input type="checkbox"/> 2. Benevolent |
| <input type="checkbox"/> 3. Educational |
| <input type="checkbox"/> 4. Civic |
| <input type="checkbox"/> 5. Political |
| <input type="checkbox"/> 6. Religious |
| <input type="checkbox"/> 7. Social |
| <input type="checkbox"/> 8. Literary |
| <input type="checkbox"/> 9. Cultural |
| <input type="checkbox"/> 10. Athletic |
| <input type="checkbox"/> 11. Science/Research |
| <input type="checkbox"/> 12. Hospital/Health Care |
| <input type="checkbox"/> 13. Agricultural |
| <input type="checkbox"/> 14. Animal Husbandry |
| <input type="checkbox"/> 15. Homeowner's Association |
| <input type="checkbox"/> 16. Professional commercial |

05170879 Page 2
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
ONE MILLION

Class
A

Series Within Class (if any)
—

Number of Shares/Certificates Issued

TWO

Class
A

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: M. L. TRUST

Name: _____

Name: D. L. TRUST

Name: _____

NONE ☐

7. OFFICERS (If no changes since last report, check here and go on to Section 8.)

Name: JAY DEBAKE

Name: _____

Title: PRESIDENT/CEO

Title: _____

Address: 6770 E CARONDELET (office)
TUCSON, AZ - 85710

Address: _____

Date taking office: yearly election

Date taking office: _____

Name: Wm. David DeFere

Name: _____

Title: Sec.

Title: _____

Address: P.O. Box 32706-255
TUCSON, AZ - 85751

Address: _____

Date taking office: yearly election

Date taking office: _____

8. DIRECTORS Must List a Minimum of 1 Director.

Name: Jay DeBake

Name: _____

Address: P.O. Box 32706-255

Address: _____

TUCSON, ARIZONA 85751

Date taking office: yearly election

Date taking office: _____

Name: _____

Name: _____

Address: _____

Address: _____

attachment (1-10-98) — 0517087-9

Wm. David Defer, corporation officer of exam
and Associates Deve. Co. Inc., an Arizona
corporation, incorporated 10/24/79 to Present.
Business transacted in Arizona.

Q.S.R., Inc.

0517087-9
Date: Mar 28, 1997

Balance Sheet

For QSR, Inc. - Payment Agent Account
As of December 31, 1996

----- ASSETS -----

CURRENT ASSETS

Cash

Cash - QSR, Inc. Payment Agent	\$34,366.84
Cash in Bank - Bank One Savngs	\$400,824.53
Cash in Bank - Schwab One Acct	\$102,429.57
TOTAL Cash	-----
	\$537,620.94

Bonds/Refundable Deposits

TOTAL Bonds/Refndable Deposits	-----
	\$.00

Accounts Receivable

A/R: Broadway East Apts.	\$1,418.42
A/R: Wilmot North Apartments	\$1,418.42
A/R: Summertree	\$211.41
A/R: Mark L. DeFer	\$4,446.64
A/R: Reyes P. Palomarez	\$1,000.00
A/R: Carlota Valenzuela	\$300.00
TOTAL Accounts Receivable	-----
	\$8,794.89

Notes Receivable

N/R: Sonora Housing Fellowship	\$138,000.00
TOTAL Notes Receivable	-----
	\$138,000.00

Other Current Assets

TOTAL Other Current Assets	-----
	\$.00

TOTAL CURRENT ASSETS

\$684,415.83

FIXED ASSETS

Furniture & Equipment	\$21,969.25
Vehicles	\$37,999.51
Accumulated Depreciation	(\$9,090.00)
TOTAL FIXED ASSETS	-----
	\$50,878.76

\$50,878.76

OTHER ASSETS

TOTAL OTHER ASSETS	-----
	\$.00

\$.00

Q.S.R., Inc.

0517087-9
Date: Mar 28, 1997

Balance Sheet

For QSR, Inc. - Payment Agent Account
As of December 31, 1996

--- LIABILITIES & CAPITAL ---

CURRENT LIABILITIES

N/P: Jay O. DeBake	\$38.43
N/P: William D. DeFer, III	(\$1,615.65)
A/P: Windscape/550	\$661,129.95
A/P: Las Palmas Apartments	\$209,318.91
A/P: Quad-State Construction	\$94,491.10
A/P: Crain Dev. Company, Inc.	\$15,084.35
Health Insurance Payable	\$698.32

TOTAL CURRENT LIABILITIES

\$979,145.41

NON-CURRENT LIABILITIES

TOTAL NON-CURRENT LIABILITIES

\$.00

CAPITAL

Net Profit / (Loss)

(\$243,850.82)

TOTAL CAPITAL

(\$243,850.82)

TOTAL LIABILITIES & CAPITAL

\$735,294.59

Please Enter Corporation Name: Q.S.R., Inc.

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9. FINANCIAL DISCLOSURE (A.R.S. §§10-1622.B & 10-2501.A.6)

Only corporations that meet one or more of the following criteria must attach a financial statement (balance sheet including assets, liabilities and equity). The corporation is: 1) a public service corporation (e.g., public utility) as defined in Article XV, Section 2, Constitution of Arizona. 2) offers its stock for sale in transactions that are not exempt from A.R.S. §§ 44-1841 and 44-1842 as prescribed in §44-1844.A.1 (e.g., publicly traded). 3) a nonprofit corporation. All other forms of corporations are exempt from filing a financial disclosure.

10. CERTIFICATE OF DISCLOSURE (A.R.S. §§10-1622.A.8 & 10-2505.A)

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:

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)

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?

~~One box must be marked~~

YES ☒

NO ☐

If "YES", enter the following:

Chapter 11

Date Filed May 1990

Case Number 9D-01745

TXC-LD

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 a) incorporated b) transacted business. 3) The dates of corporate operation.

12.

CAUTION: Signature requirements vary according to the type of corporation. See the instruction sheet for specific rules. 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 Wm. David Decker

Date 1-10-98

Name Jay DeBake

Date 1-10-98

Signature [Signature]

Signature [Signature]

Title Secretary

Title Pres.