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ALL BUT		STATE OF A CORPORATION (CORPORATION ANI & CERTIFICATE OF	COMMISSION NUAL REPORT DISCLOSURE	A COMPOSE A COMPOSE
DU	IE ON OR BEFORE 10/01/	1998	FILING	FEE \$45.00
Sta SU	tutes, Title 10. The Commission's BMITTED ON THIS ORIGINAL FOR	authority to prescribe this form Make changes or correction	1 for all corporations organized points and the second point of th	. YOUR REPORT MUST BE or the report should reflect
1.	FAIN LAND AND C 11750 E HIGHWAY DEWEY, AZ 86327			
	Business Phone: (۲۶۵)	Corporation Fil		-0036452-8
	State of Donnene. ARTZI		ration: PROF 1	RECEIVED
2.	Arizona Statutory Age Street Addre <u>(NOT P.O. BC</u>	ss: 125 N GRANITE S	ST	AUG 1 7 1998
	City, State, 2	Zip: PRESCOTT	AZ 86301-	APIZONA COFP. COMMISSION CORPORATIONS DIMISION
	Penalty \$ Reinstate \$	If appointing a <u>new</u> statutory age below: I, (individual) or We, (corporatio	y if appointing a new ent, the new agent MUST consent on or limited liability company) ha sent to this appointment until my re	to that appointment by signing ving been designated the new
	FY98-99	Signature of n	RECEIVED	
	Line and the factor factor of the second sec	81	RECEIVED	
3.	Secondary Address: (Foreign Corporations are <u>REQUIRED</u> to complete this section.)		DEC 7 1998 ARIZONA COMP. COMMISSION CORPORATIONS DIVISION	
4.	Check the one category below	which best describes the CH/	COMPORATION STREET	reerperation
4.	BUSINESS CORPORA 1. Accounting	TIONS 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	NON-PROFIT CORPOR 1Charitable 2Benevolent 3Educational 4Civic 5Political 6Religious 7Social 8Literary 9Cultural 10Athletic 11Science/Researd 12Hospital/Health (C) 13Agricultural 14Animal Husband 15Homeowner's As 16Professional, con industrial or tra	RATIONS Sh Care Ry ssociation
		37. Veterinary Medicine/Animal Care 38. Other	17 Other	· 1.

5. <u>CAPITALIZATION: (Business Corporations and Business Trusts are REQUIRED</u> to complete this section.) Business trusts must indicate the number of transferable certificates held by trustees evidencing their beneficial interest in the trust estate.

umber of Sh ಎಂ ೧೧೨	ares/Certificates Authorized	Class Common	Series Within Class (if any)
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		Class	Series Within Class (if any)
		Common .	· · · · · · · · · · · · · · · · · · ·
st sharehold	LDERS: (Business Corporations and Busine lers holding more than 20% of any class of s rest in the corporation. (If no changes sinc	shares issued by the c ce last report, check	corporation, or having more than a 20%
	Name: NORMAN W FAIN II	Name:	· · · ·
ONE 🗖	Name:		
OFFICERS	(If no changes since last report, check h	here and go on to	Section 8.)
ame:	NORMAN W FAIN II	Name:	
tle:	PRESIDENT/CEO		······································
	11750 E HWY 69		
	DEWEY, AZ 86327-		
ate taking of	ffice: 01-01-93	Date taking (
ame:	NANCY L FAIN	Name:	NANCY L FAIN
tle:	SECRETARY	Title:	TREASURER
dress:	11750 E HWY 69	Address:	11750 E. HWY 69
	DEWEY, AZ 86327-		BEWEY, AZ 86327-
Date taking office: 01-01-93		Date taking	office: 01-01-93
DIRECTO	RS (If no changes since last report, chec	k here <u>and go on</u>	
lame:	NORMAN W FAIN II	Name:	NANCY L FAIN
ddress:	11750 E HWY 69	Address:	11750 E HWY 69
	DEWEY, AZ 86327-		DEWEY, AZ 86327-
ate taking o	01-01-93 office:	Date taking	01-01-93 office:
ame:		Namot	
		Address:	
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ate taking o	office:	Date taking	office:

Page 2

Please Enter Corporation Name: _	FAIN	LAND	+ CAHle	Company
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9. FINANCIAL DISCLOSURE (A.R.S. §§10-1622.B & 10-2501.A.6)

Only nonprofit corporations must <u>attach</u> a financial statement (balance sheet including assets, liabilities and equity). 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:

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- 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

YES 🗆

- (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:	
Choo hoy milet he marken.	
VIE DON HUGE DO HIGHOOM	

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.

NO 🛛

1. 2. 3. 4.	Full name and prior names used. Full birth name. Present home address. Prior addresses (for immediate preceding 7 year period).	5. 6. 7.	Date and location of birth. Social Security Number 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.
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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	Date Filed	Case Number

ff "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 of persons involved. 2) The state in which each corporation was a) incorporated b) transacted business. 3) The dates of corporate operation.

12. SIGNATURES

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.

					<u>^</u>
Name_	Pill Frain	Date_ <u>8//3/</u> 58Nam			Date_ <u>/2-1-96</u>
Signat	ture <u>Bill 7</u> a	Sign	ature	mmon W	Fame I
Title	Presdent	\ Title		113	·
		ist be duly authorized corporate o		in section 7 of this re	port.)
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