



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



DUE ON OR BEFORE 07/24/1998

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. Information for the report should reflect the current status of the corporation. See instructions for proper format. **REFER TO THE INSTRUCTIONS ON PAGE 4.**

1. HILL TOP-ARGUS RESEARCH, INC.  
7042 E BROADWAY  
TUCSON, AZ 85710

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JUL 24 1998

OCT 29 1998

ARIZONA CORP. COMMISSION  
CORPORATIONS DIVISION

ARIZONA CORP. COMMISSION  
CORPORATIONS DIVISION

Corporation File Number:

-0520161-1

Business Phone: 513-831-2240

Business Phone is optional

State of Domicile: ARIZONA

Type of Corporation: PROFIT

2. Arizona Statutory Agent: STEVEN R DUNLAP  
Street Address: 8520 E BELLEVUE PL  
(NOT P.O. BOX)  
City, State, Zip: TUCSON AZ 85715

CT CORPORATION SYSTEM  
3225 NORTH CENTRAL AVE  
PHOENIX, AZ. 85012

ACC USE ONLY	
Fee	\$ 45.00
Penalty	\$
Reinstate	\$
Expedite	\$
Total	\$
FY98-99	

If appointing a new statutory agent, the new agent MUST consent to that appointment by signing below.

PAID

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

Vickie M. Prince  
Assistant Secretary

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

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 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 checked="" 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                  |
| <input type="checkbox"/> 17. Import/Export      | <input type="checkbox"/> 36. Utilities                       |
| <input type="checkbox"/> 18. Insurance          | <input type="checkbox"/> 37. Veterinary Medicine/Animal Care |
| <input type="checkbox"/> 19. Legal Services     | <input type="checkbox"/> 38. Other                           |

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<br>industrial or trade association |
| <input type="checkbox"/> 17. Other   |

**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

1,000,000

Class

COMMON STOCK, NO PAR VALUE

Series Within Class (if any)

Number of Shares/Certificates Issued

500,000

Class

COMMON STOCK, NO PAR VALUE

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: J. JAMES PEARCE

Name:

NONE ☐

Name:

Name:

**7. OFFICERS** (If no changes since last report, check here ☐ and go on to Section 8.)Name: FRANK E DUNLAP MDJ. JAMES PEARCE

Name:

EDWARD F DUNLAPBERNARD KROGERTitle: PRESIDENT/CEO

Title:

VICE-PRESIDENTASST. TREASURER

Address:

7980 GRAVES ROAD  
4161 N CIRCULO MANZANILLO

Address:

4161 N CIRCULO MANZANILLO 420 WARDTUCSON, AZ 85750CINCINNATI OH 45243TUCSON, AZ 85750CORNER RD,  
Suite A  
Loveland, OH  
45243Date taking office: 03-19-9103-01-98Date taking office: 12-30-92Name: BETTY E DUNLAPDAWN H. BERTSCHE

Name:

JOHN M HAUSMANN

Title:

SECRETARYSECRETARY

Title:

TREASURER

Address:

4161 N CIRCULO MANZANILLO  
420 WARD CORNER  
RD, Suite A

Address:

316 DIXIE HWYTUCSON, AZ 85750Loveland, OH 45242CHICAGO HTS, IL 60411Date taking office: 03-19-9103-01-98  
3-1-98Date taking office: 03-19-91**8. DIRECTORS** (If no changes since last report, check here ☐ and go on to Section 9.)See AttachedName: FRANK E DUNLAP MD

Name:

EDWARD F DUNLAP

Address:

4161 N CIRCULO MANZANILLO

Address:

4161 N CIRCULO MANZANILLOTUCSON, AZ 85750TUCSON, AZ 85750Date taking office: 03-19-91Date taking office: 12-30-92Name: BETTY E DUNLAP

Name:

STEVEN R DUNLAP

Address:

4161 N CIRCULO MANZANILLO

Address:

8520 E BELLEVUE PLTUCSON, AZ 85750TUCSON, AZ 85750Date taking office: 03-19-91Date taking office: 03-19-91

**List of Officers and Directors of Hill Top Research, Inc.**

\$  
HILL TOP - ARGUS RESEARCH, INC.

Directors:

John Diekman	3880 Central Expressway, Santa Clara, CA 95051
Dave Hinchman	3997 McMann Rd., Cincinnati, OH 45245
Chip Hazard	One Federal St., Boston, MA 02181
Jim Schwab	11451 reading Rd., Cincinnati, OH 45241
Luke Envin	428 University Ave., San Francisco CA 94117

ALL  
TAKING  
OFFICE  
3/1/98

**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 \_\_\_\_\_ Date Filed \_\_\_\_\_ Case Number \_\_\_\_\_

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 BERNARD G. KROGER Date 7/16/98 Name DAWN H. BEITSCHKE Date 10/26/98

Signature Bernard G. Kroger Signature Dawn H. Beitschke

Title ASSISTANT TREASURER Title SECRETARY

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