1				≹ ⊂ .	` <b>4</b>
		STATE ( CORPORATIO	of Arizo On Comi		CORPORT HILL STATE
	BL	ISINESS CORPOR & CERTIFICAT DO	Ation Ani Te of Disc Mestic	NUAL REPORT LOSURE	UTAT DELL 01747 DELL 0
FOR FISCAL YEA	1 6	/31/1995			EFORE 04/15/1996
and business trust	s authorized to tra	by A.R.S. §10-125 for a nsact business in Arizon TIONS WHERE NECESS	a. The Commis	rations organized I ssion's authority to	or profit, professional corporations, o prescribe this form is A.R.S. \$10-
Corporatio Corporation M Ad	Jame: UNLEA	5490-4 SHED PRODUCTIO E PHELPS RD	NS INC.	A.C	.C. CORFORATIONS DIV; RECEIVED
Doi	e,Zip: SCOTT micile: ARIZO Type: PROFI	NA	AZ 8525		APR 1 1 1993
	Statutory Age Street Addre	nt: FOSTER D C ss: 6835 E PHE			uments are subject review before filing
	City, State, Z	Zip: SCOTTSDALE		AZ 85254	-
1. Check the c corporation	one category be in Arizona.	elow which best dea	scribes the C	HARACTER O	F BUSINESS of your
2. Adv 3. Aero 4. Agri 5. Arch 5. Arch 6. Atto 7. Banl 9. Con 10. Cor 11. Cre 12. Edu 13. Eng	ertising	<ol> <li>General Consulting</li> <li>Health Care</li> <li>Hotel/Motel</li> <li>Import/Export</li> <li>Insurance</li> <li>Legal Services</li> <li>Manufacturing</li> <li>Medicine/Dentistry</li> <li>Medicine/Dentistry</li> <li>News Media</li> <li>Pharmaceutical</li> <li>Publishing/Printing</li> <li>Ranching/Livestock</li> <li>Resort</li> </ol>	35. Tax Serv 36. Technolo 37. Technolo 38. Televisio 39. Tourism/ 40. Transpor 41. Utilities 42. Veterina	les Research porting Events ices gy (Computer) gy (General) n/Radio Convention Services tation	Acc USE ONLY Fee \$ Penalty \$ Total \$
		Please check one. (Fo			a 500
	5 or Less $\underline{\mathcal{V}}$	26 - 100		- 500	Over 500
	and PRES	SIDENT or VICE PRES	IDEN I MUST S	sign paye 4 ui m	
l, (indivi appointr	dual) or We, (cor) nent until my ren	ooration) having been noval or resignation p	designated th ursuant to lat	e new Statutory w.	Agent, do hereby consent to this
Statutor	y Agent Name		Addr	ess	
Signatu	'e		- City,	State, Zip	<u> </u>

A/R:0046(PR) (Rev. 5/95)

4. <u>CAPITALIZA</u> their benefic	TION: (NOTE: Business Trusts must ial interest in the trust estate.)	t in licate the number of tran	sferable cer	tificates held by trustees evide
		Class	Carlas	
,	60,00 0	Class	Series	Par Value
/_		·····		
Number	of Shares Issued	Class	Series	Par Value
	V0,000	. <u></u>		
	PLEASE MAKE (	CORECTIONS ON A S	SEPARATE	SHEET
OFFICERS (I	f no changes since last report, che			SHEET
· <u>orriotno</u> ···				
PRESIDENT:	FOSTER D COBURN 111	VICE PRESIDENT:		
Address:	6835 E PHELPS	• • •		
	SCOTTSDALE, AZ 85254-	<b>_</b> :		
Date taking of	fice:	Date taking o		
SECRETARY:	PETER A MCCORMICK	-		D COBURN 111
	13726 ALEPPO DR		6835 E	
	SUN CITY WEST, 85 375-			
Date taking of	fice: $\frac{12-01-93}{12}$	Date taking o		DALE, AZ 85254-
		-		
. DIRECTORS	If no changes since last report, cha	eck here and go on to S	ection 7.)	
NAME:	FOSTER D COBURN III	NAME:		·
Address:	6835 E PHELPS			
	SCOTTSDALE, AZ 85254-			
Date taking off	ice: 12-01-93	-		
	· · · · · · · · · · · · · · · · · · ·	Date taking of		
		-		
Address:		Address:	<u> </u>	
Date taking off	ice:	Date taking of	fice:	
SHAREHOLDE	<b>BS</b> of record holding more than 20 al interest in the corporation. If no	)% of any class of shares i	ssued by the	e corporation or having more
	s since last report, check herea			
NAME	PETER A MCCORMICK	NAME	FOSTER	D COBURN III

-2-

ţ					-		<b>x</b> a <sup>1</sup>				
							×., —	*			
Form	1120S (1995) UNLE	ASHED	PRODUCT	IONS	INC	86-	0748356	CN0	0010	)	Page 4
Sch	edule L. Balance Sheets		Beginning	of tax yea				End	of tax		
	Assets		(a)		(b)		(C)			(d)	
1	Cash				-5	<u>,663</u>					<u>,562</u>
2a	Trade notes and accounts receivable .										
Ь	Less allowance for bad debts	1111111111111									
3	Inventories										
4	U. S. Government obligations										
5	Tax-exempt securities					1					
6	Other current assets (attach schedule)										
	Loans to shareholders			[ <u></u>			-				
8	Mortgage and real estate loans						-				
	Other investments (attach schedule) .										
	Buildings and other depreciable assets		25,910					8,68	3		407
	Less accumulated depreciation	1	17,348			,562		0,19			,497
	Depletable assets								- 0000		
	Less accumulated depletion			· · · · ·					111	······································	
	Land (net of any amortization)										
	Intangible assets (amortizable only)										11111111111111111111111111111111111111
	Less accumulated amortization									, · ·	
	Other assets (attach schedule)				<u> </u>	,899	1			A	,935
	Total assets!										
	iabilities and Shareholders' Equity			a an		110			n nin son nin forst State	,	<b>,571</b>
	Accounts payable Mortgages, notes, bonds pay less 1 yr						-			<del></del>	/
	Other current liabilities (attach sch.) .				4	,351	. #6			1	,058#7
	Loans from shareholders					<u>/</u>					,000
	Mortgages, notes, bonds pay 1 yr or >										
	Other liabilities (attach schedule)										
	Capital stock										
	Paid-in cr capital surplus						-				
	Retained earnings	1.0000000000000000000000000000000000000			-1	,562	5			-37	,694
	Less cost of treasury stock			(			)		(		)
26	Total liabilities and shareholders' equity	/			2	,899				4	<u>,935</u>
Sch	nedule M-1 Reconciliation o	f Incom	e (Loss) per	Books '	With ir	ncome	e (Loss) per	Return	l (You	are not requir	red to
			al assets on the	10, 001011	n (d), of	Schedu	le L are less tha	n \$25,00	<u>0.)</u>		····
1	Net income (loss) per books	•••••  -	-36	,132	5 incon	ne recor	rded on books ti	uis year r	not		
	Income included on Schedule K, lines				incluc	ded on S	Schedule K, line	s 1 throu	gh		
	through 6, not recorded on books this	-				mize):					
	(itemize):				a iax-e	exempt	interest \$		— [		
		-							-		
	Expenses recorded on books this year			1			ncluded on Sche				
	included on Schedule K, lines 1 throug	in					1a, 15e, & 16b, income this yea				
~	11a, 15e, and 16b (itemize): Depreciation						\$				
	Travel and entertainment \$	798	•		C C C C C C C		·				
5		<u> </u>							—		
				798	7 Add I	ines 5 a	and 6				
4	Add lines 1 through 3		-35				)(Sch K, in 23).			-3	5,334
	Analysia of Aco	umulate								ıd	
Sci	nedule M-2 Shareholders' U	Indistrib	uted Taxable	Incom	e Prev	iously	Taxed (see	page 22	of the i	nstructions.)	
				umulated		(b)	Other adjustment	s		hareholders' un	
				nts account			account		taxab	le Income previo	usly taxed
1	Balance at beginning of year						-1	,562			
2	Ordinary income from page 1, line 21		1		t and the second se						
з	Other additions				258	#5					
4	Loss from page 1, line 21			,	592						
5	Other reductions		<u>(</u>		798(						
6	Combine lines 1 through 5			<u>-36</u>	132		<u>-1</u>	<u>,562</u>			
7	Distribution other than dividend distrib										
8	Balance at end of tax year. Line 6 les	sline 7	. I	-36.	132 i		-1.	,562			0

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## 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.

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. 2. 3. 4.	Full name and prior names used. Full birth name. Present home address. Prior addresses (for immediate preceding 7 year period).	6. Soo 7. The act	e and location of birth. sial Security Number a nature and description of each conviction or judicial ion; the date and location; the court and public agency plved, and the file or cause number of the case.

## 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?

V	Chapter	Date Filed	Case Number	No_	$\overline{\nu}$	_
Yes	Chapter	Dute Thea				

10. This report must be executed by the corporation and attested by it's 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.

Date\_7/17/96 -Date $\mathcal{V}_{l}$ By Title Title