



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

Arizona Corporation Commission



00142455

DUE ON OR BEFORE 04/30/2000

FY99-00

FILING FEE \$10.00

The following information is required by A.R.S. §10-1622 & §10-11622 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. & §10-3121.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.**

-0104930-0

1. VERDE VALLEY MANOR RETIREMENT CENTER, INC.
3400 E GODARD RD
COTTONWOOD, AZ 86326

RECEIVED

APR 18 2000

ARIZONA CORR COMMISSION
CORPORATIONS DIVISION

Business Phone: _____

(Business phone is optional)

State of Domicile: ARIZONA

Type of Corporation: NON-PROFIT

2. Arizona Statutory Agent: MANGUM WALL STOOPS AND WARDEN
Street Address: 100 N ELDEN
(NOT P.O. BOX)
City, State, Zip: FLAGSTAFF AZ 86001-

Use this box only if appointing a new Statutory Agent

ACC USE ONLY

Fee \$ 10.00

Penalty \$

Renewal \$

Expedite \$

Resubmit \$

If 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 of new Statutory Agent

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 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
industrial or trade association |
| <input checked="" type="checkbox"/> 17. Other <u>SUBSIDIZED HOUSING</u> |

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. (If no changes since last report, check here and go on to Section 6.)

Number of Shares/Certificates Authorized Class Series Within Class (if any)

Number of Shares/Certificates Issued Class 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: _____ Name: _____

NONE ☐

Name: _____ Name: _____

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

Name: ~~NANCY KORES~~ MIKE BERGEN
Title: PRESIDENT/CEO

Name: ~~CARROLL GABRIELSON~~ JOHN RYAN
Title: VICE-PRESIDENT

Address: ~~P O BOX 1025~~ 4481 WILD STALLION
COTTONWOOD, AZ 86326-

Address: ~~2085 CAYUSE TRL~~ P.O. BOX 1963
COTTONWOOD, AZ 86326-

Date taking office: ~~06/01/1997~~ 6-1-99

Date taking office: ~~06/01/1997~~ 6-1-99

Name: ~~ERIC HUMMEL~~ CARROLL GABRIELSON
Title: SECRETARY

Name: ~~ERIC HUMMEL~~ CARROLL GABRIELSON
Title: TREASURER

Address: ~~1050 N 4TH ST~~ 2085 CAYUSE TRL
COTTONWOOD, AZ 86326-

Address: ~~1050 N 4TH ST~~ 2085 CAYUSE TRL
COTTONWOOD, AZ 86326-

Date taking office: ~~06/01/1997~~ 6-1-99

Date taking office: ~~06/01/1997~~ 6-1-99

8. DIRECTORS (If no changes since last report, check here and go on to Section 9.)

Name: ~~MIKE BERGEN~~ NANCY KORES

Name: JUDY COLLON EMMONS

Address: ~~4481 WILD STALLION TRL~~ P.O. BOX 1025
COTTONWOOD, AZ 86326-

Address: 202 S WILLARD ST
COTTONWOOD, AZ 86326-

Date taking office: ~~06/01/1997~~ 6-1-99

Date taking office: ~~06/01/1997~~ 6-1-99

Name: ~~VIRGIE BROWN~~ ERIC HUMMEL

Name: BARBARA CHAVEZ

Address: ~~P O BOX 1354~~ 1050 N. 4th St.
COTTONWOOD, AZ 86326-

Address: 326 E BEECH ST
COTTONWOOD, AZ 86326-

Date taking office: ~~06/01/1997~~ 6-1-99

Date taking office: ~~06/01/1997~~ 6-1-99

Verde Valley Manor Retirement Center, Inc.

Balance Sheet

As of December 31, 1999

04/12/00

	Dec 31, '99
ASSETS	
Current Assets	
Checking/Savings	
Petty Cash	
RD Petty Cash	242.50
HUD Petty Cash	7.50
Total Petty Cash	250.00
Operating Acct (BO 1496)	13,524.60
Resident Svcs Acct (BO)	6,071.19
Revenue Accounts	
RD General Fund CD (Frontier)	60,000.00
RD General Fund (BO 4149)	
RD Reserve Clearing	671.44
RD General Fund (BO 4149) - Other	20,720.53
Total RD General Fund (BO 4149)	21,391.97
RD General Fund (YFCU)	42,960.00
RD General Fund CD (YFCU)	55,546.99
HUD Revenue (BO 5053)	4,094.04
Total Revenue Accounts	183,992.10
Insurance Escrows	
RD/HUD Ins Escrow (Cty 0623)	
RD Ins Escrow	23,040.89
HUD Ins Escrow	712.59
Total RD/HUD Ins Escrow (Cty 0623)	23,753.48
Total Insurance Escrows	23,753.48
Replacement Reserve Accounts	
RD Reserve	
RD Reserve CD (World)	60,223.30
RD Reserve CD (Natl 0219)	97,459.11
RD Reserve (BOA 9595)	94,790.24
RD Reserve (WF 8239)	45,833.34
RD Reserve CD (WF)	21,685.13
RD Reserve CD (ASSCU)	53,165.50
RD Reserve CD2 (ASSCU)	36,646.65
RD Reserve Savings (ASSCU)	51.61
Total RD Reserve	409,854.88
HUD Reserve	
HUD Reserve (BO 5251)	7,488.49
HUD Reserve CD (BO)	21,230.45
Total HUD Reserve	28,718.94
Total Replacement Reserve Accounts	438,573.82
Security Accounts	
RD Security (Cty 1192)	69,320.00
HUD Security (BO 4176)	1,405.71
Total Security Accounts	70,725.71
Total Checking/Savings	736,890.90
Accounts Receivable	
Accounts Receivable	
RD	
Tenants	1,394.93
Subsidy	78,838.53
Total RD	80,233.46
Total Accounts Receivable	80,233.46
Total Accounts Receivable	80,233.46

04/12/00

Verde Valley Manor Retirement Center, Inc.

Balance Sheet

As of December 31, 1999

	Dec 31, '99
Other Current Assets	
Prepaid Insurance	
RD Prepaid Insurance	9,436.28
HUD Prepaid Insurance	291.83
Total Prepaid Insurance	9,728.11
Total Other Current Assets	9,728.11
Total Current Assets	826,852.47
Fixed Assets	
Land	
General Fund Land	85,581.42
RD Land	575,220.41
HUD Land	17,500.00
Total Land	678,301.83
Street Improvements	
RD Street Improvements	190,124.63
HUD Street Improvements	94.56
Total Street Improvements	190,219.19
Buildings	
RD Buildings	7,545,541.18
HUD Buildings	230,434.46
Total Buildings	7,775,975.64
Building Equipment (Portable)	
RD Building Equip (Portable)	90,344.86
HUD Building Equip (Portable)	2,967.76
Total Building Equipment (Portable)	93,312.62
Furniture for Tenant Use	
General Fund Bus Shelter	6,676.63
General Fund Furniture & Equip	2,095.00
RD Furniture for Tenant Use	46,307.35
HUD Furniture for Tenant Use	203.31
Total Furniture for Tenant Use	55,282.29
Furnishings	
RD Furnishings	189,154.65
HUD Furnishings	5,387.00
Total Furnishings	194,541.65
Office Furniture & Equipment	
RD Office Furn & Equipment	80,063.82
HUD Office Furn & Equipment	863.79
Total Office Furniture & Equipment	80,927.61
Maintenance Equipment	
RD Maintenance Equipment	2,777.37
HUD Maintenance Equipment	64.16
Total Maintenance Equipment	2,841.53
Motor Vehicles	
General Fund Vehicles	23,500.33
RD Motor Vehicles	11,817.97
HUD Motor Vehicles	244.89
Total Motor Vehicles	35,563.19
Miscellaneous Fixed Assets	
RD Miscellaneous Fixed Assets	29,177.00
Total Miscellaneous Fixed Assets	29,177.00

THE UNIVERSITY OF CHICAGO

PHYSICS DEPARTMENT

5300 S. DICKINSON DRIVE

CHICAGO, ILL. 60637

TO :

FROM :

SUBJECT :

DATE :

RE :

BY :

APPROVED :

SIGNATURE :

DATE :

INITIALS :

REMARKS :

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04/12/00

Verde Valley Manor Retirement Center, Inc.

Balance Sheet

As of December 31, 1999

	Dec 31, '99
Accumulated Depreciation	
General Fund Accum Depr	-28,935.00
RD Accumulated Depreciation	-3,016,772.00
HUD Accumulated Depreciation	-100,795.00
Total Accumulated Depreciation	-3,146,502.00
Construction Period Interest	
RD Construction Period Interest	404,894.15
HUD Constructn Period Interest	6,415.00
Total Construction Period Interest	411,309.15
Accumulated Amortization (CPI)	
RD Accumulated Amortization	-183,737.00
HUD Accumulated Amortization	-2,775.00
Total Accumulated Amortization (CPI)	-186,512.00
Total Fixed Assets	6,214,437.70
TOTAL ASSETS	7,041,290.17
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Accounts Payable	
Accounts Payable	19,248.37
Total Accounts Payable	19,248.37
Other Current Liabilities	
Deferred Revenue	2,801.00
Accrued Interest	
RD Accrued Interest	49,933.57
Total Accrued Interest	49,933.57
Accumulated Compensated Absence	
RD - Accum Compensated Absences	13,232.05
HUD Accum Compensated Absences	409.24
Total Accumulated Compensated Absence	13,641.29
Mortgage Payable - Short Term	
RD Mortgage Payable -Short Term	51,615.97
HUD Mortgage Payable-Short Term	2,274.70
Total Mortgage Payable - Short Term	53,890.67
Payroll Liabilities	
Credit Union W/H	609.65
FICA, Medicare & Federal W/H	2,455.08
Health Ins W/H	-408.03
State Unemployment Payable	46.43
State W/H	298.40
TSA W/H	450.00
Total Payroll Liabilities	3,451.53
Security Deposits	
Hall Deposits	100.00
RD Security Deposits	70,565.00
HUD Security Deposits	1,405.71
Total Security Deposits	72,070.71
Total Other Current Liabilities	195,788.77
Total Current Liabilities	215,037.14

04/12/00

Verde Valley Manor Retirement Center, Inc.

Balance Sheet

As of December 31, 1999

	Dec 31, '99
Long Term Liabilities	
Mortgage Payable	
RD Mortgage Payable	6,765,812.91
HUD Mortgage Payable	230,295.28
Total Mortgage Payable	6,996,108.19
Total Long Term Liabilities	6,996,108.19
Total Liabilities	7,211,145.33
Equity	
Fund Balances	
General Fund Balance	100,184.92
RD Fund Balance	-499,642.70
HUD Fund Balance	-62,388.34
Total Fund Balances	-461,846.12
Reserve Balances	
RD Replacement Reserve	410,586.40
HUD Replacement Reserve	28,658.86
Total Reserve Balances	439,245.26
Net Income	-147,254.30
Total Equity	-169,855.16
TOTAL LIABILITIES & EQUITY	7,041,290.17

THE UNIVERSITY OF CHICAGO

LIBRARY

1000 S. MICHIGAN AVE.

CHICAGO, ILL.

1961

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CHICAGO, ILL.

1961

9. FINANCIAL DISCLOSURE (A.R.S. §§10-1622.B & 10-11622.A.9)

Only nonprofit corporations must attach a financial statement (balance sheet including assets, liabilities and equity). All other forms of corporations are exempt from filing a financial disclosure.

9A. MEMBERS (A.R.S. § 10-11622.A.6) Nonprofit Corporations Only.

This corporation **does** ☐ **does not** ☒ have members.

10. CERTIFICATE OF DISCLOSURE (A.R.S. §§10-1622.A.8 & 10-11622.A.7)

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: [Underlined portion pertains to profit corporations only]

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 & 10-3202.02)

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? [Underlined portion pertains to profit corporations only]

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. SIGNATURES

CAUTION: Annual Reports must be signed by a duly authorized officer. 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 MIKE BERGEN Date 04/14/00 Name CARROLL GABRIELSON Date 4/13/00

Signature Mike Bergen Signature Carroll Gabrielson

Title PRESIDENT Title SECRETARY/TREASURER

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