



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

Arizona Corporation Commission



00145581

DUE ON OR BEFORE 02/20/2000

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. ~~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.~~

-0040304-0

1. THE ARIZONA HUMANE SOCIETY
PO BOX 47270
PHOENIX, AZ 85068

Business Phone: _____

State of Domicile: ARIZONA

Type of Corporation: NON-PROFIT

RECEIVED

FEB - 1 2000

2. Arizona Statutory Agent: THOMAS J SHUMARD
Street Address: 3550 N CENTRAL AVE #1401
(NOT P.O. BOX)
City, State, Zip: PHOENIX AZ 85012-

ARIZONA CORP. COMMISSION
CORPORATIONS DIVISION

IPR Use this box only if appointing a new Statutory Agent

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

RECEIVED

APR 24 2000

3. Secondary Address:

ARIZONA CORP. COMMISSION
CORPORATIONS DIVISION

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

BUSINESS CORPORATIONS

- | | |
|---|--|
| ☐ 1. Accounting | ☐ 20. Manufacturing |
| ☐ 2. Advertising | ☐ 21. Mining |
| ☐ 3. Aerospace | ☐ 22. News Media |
| ☐ 4. Agriculture | ☐ 23. Pharmaceutical |
| ☐ 5. Architecture | ☐ 24. Publishing/Printing |
| ☐ 6. Banking/Finance | ☐ 25. Ranching/Livestock |
| ☐ 7. Barbera/Cosmetology | ☐ 26. Real Estate |
| ☐ 8. Construction | ☐ 27. Restaurant/Bar |
| ☐ 9. Contractor | ☐ 28. Retail Sales |
| ☐ 10. Credit/Collection | ☐ 29. Science/Research |
| ☐ 11. Education | ☐ 30. Sports/Sporting Events |
| ☐ 12. Engineering | ☐ 31. Technology(Computers) |
| ☐ 13. Entertainment | ☐ 32. Technology(General) |
| ☐ 14. General Consulting | ☐ 33. Television/Radio |
| ☐ 15. Health Care | ☐ 34. Tourism/Convention Services |
| ☐ 16. Hotel/Motel | ☐ 35. Transportation |
| ☐ 17. Import/Export | ☐ 36. Utilities |
| ☐ 18. Insurance | ☐ 37. Veterinary Medicine/Animal Care |

NON-PROFIT CORPORATIONS

- | |
|--|
| ☐ 1. Charitable |
| ☐ 2. Benevolent |
| ☐ 3. Educational |
| ☐ 4. Civic |
| ☐ 5. Political |
| ☐ 6. Religious |
| ☐ 7. Social |
| ☐ 8. Literary |
| ☐ 9. Cultural |
| ☐ 10. Athletic |
| ☐ 11. Science/Research |
| ☐ 12. Hospital/Health Care |
| ☐ 13. Agricultural |
| ☒ 14. Animal Husbandry |
| ☐ 15. Homeowner's Association |
| ☐ 16. Professional, commercial
Industrial or trade association |
| ☐ 17. Other _____ |

5. CAPITALIZATION: ~~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.)~~

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)

- 0 -

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

- 0 -

6. SHAREHOLDERS: ~~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.)~~

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.)

SEE ATTACHED

Name: ~~DOUGLAS TESSENDORF~~
PRESIDENT/CEO

Title: _____

Address: P O BOX 1466
MESA, AZ 85201-1466

Date taking office: 08-01-92

Name: ~~JAMES BURGESS~~
SECRETARY

Title: _____

Address: 3003 N CENTRAL AVE STE 2600
PHOENIX, AZ 85012-2913

Date taking office: 03-01-97

Name: ~~MARK K BRIGGS~~
VICE-PRESIDENT

Title: _____

Address: 1 E CAMELBACK #400
PHOENIX, AZ 85012-

Date taking office: 12-01-95

Name: ~~SHEILA K SHAPIRO~~
TREASURER

Title: _____

Address: 16410 S 32ND PL
PHOENIX, AZ 85044-7836

Date taking office: 06-01-96

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

Name: ~~DOUGLAS TESSENDORF~~

Address: P O BOX 1466

MESA, AZ 85201-1466

Date taking office: _____

Name: MARK K BRIGGS

Address: 1 E CAMELBACK #400

PHOENIX, AZ 85012-

Date taking office: _____

Name: ~~JAMES BURGESS~~

Address: 3003 N CENTRAL AVE STE 2600

PHOENIX, AZ 85012-2913

Date taking office: _____

Name: JUDD R HERBERGER

Address: 10881 N SCOTTSDALE #200

SCOTTSDALE, AZ 85254-

Date taking office: _____

**CONFIDENTIAL-NOT TO BE DISTRIBUTED
ARIZONA HUMANE SOCIETY
BOARD OF DIRECTORS CURRENT AS OF: 01/01/2000**

<u>NAME & TITLE</u>	<u>SPOUSE</u>	<u>HOME ADDRESS</u>	<u>WORK ADDRESS</u>
Lisa Shover President First Appointed: 03/97 Current Term Expires: 12/00 Eligible for Reappointment	(Larry Kackley)	6605 N. Palm Canyon Phoenix, AZ 85018 (602) 381-8238 (602) 381-8296 Fax	K-Group 400 E. Van Buren, Suite 368 Phoenix, AZ 85004 (602) 253-3600 (602) 253-3680 Phoenix, AZ 85017
James Burgess Secretary First Appointed: 03/97 Current Term Expires: 12/00 Eligible for Reappointment	(Robin)	125 W. Orchid Lane Phoenix, AZ 85021 (602) 870-5939	Fennemore Craig, PC 3003 N. Central Ave, Suite 2600 Phoenix, AZ 85012-2913 (602) 916-5000 (602) 916-5364 Direct line (602) 916-5564 Direct Fax E-Mail: lburgess@fcclaw.com
Lisa Christensen Treasurer First Appointed: 10/99 Current Term Expires: 12/02 Eligible for Reappointment		15013 S. 46 th Place Phoenix, AZ 85044 (480)785-9691	Deloitte & Touche Manager, Assurance & Advisory Services 2901 N. Central Phoenix, AZ 85012 (602) 234-5109 (602)234-5186 fax Email: lchristensen@dtus.com
Debi Biagrove Vice President for Site Development & Acquisition First Appointed: 10/99 Current Term Expires: 12/02 Eligible for Reappointment		8200 E. Via Los Caballos Paradise Valley, AZ 85253 (480)951-4374 (480)961-4372 Fax	Stardust Foundation Vice President (480)607-5800 (480)607-5801 Fax
Mark K. Briggs Vice President for Government Issues First Appointed: 12/95 Current Term Expires: 12/01 Eligible for Emeritus	(Wendy)	1317 W. Vermont Ave. Phoenix, AZ 85013 (602) 230-9607	Quarles & Brady 1 E. Camelback, #400 Phoenix, AZ 85012 (602) 230-4824 (602) 230-5598 Fax Email: mbriggs@quarles.com
Lydia A. Lee Co-Vice President for Development & Marketing/Annual Campaign First Appointed: 01/99 Current Term Expires: 12/01 Eligible for Reappointment		3501 E. Monterosa St. Phoenix, AZ 85018 (602) 840-5707	Bank One, Arizona, NA Vice President/ Manager 201 N. Central Community Affairs, AZ1-1018 Phoenix, AZ 85004 (602)221-2230 (602)221-1535 Fax
Cheryl Naumann Vice President for Nominations & Board Development First Appointed: 06/97 Current Term Expires: 12/00 Eligible for Emeritus	(Roger)	1419 E. Captain Dreyfus Phoenix, AZ 85022 (602) 789-9594 (602)789-9596fax	Phoenix Suns & AZ Diamondbacks VP of Human Resources 201 E. Jefferson Street Phoenix, AZ 85004 (602) 379-2470 (602) 379-2477 Fax E-mail: cnaumann@awarena.com
Andy Weil Co-Vice President for Development & Marketing/Capital Campaign First Appointed: 06/97 Current Term Expires: 12/00 Eligible for Reappointment	(Chip)	7676 N. Shadow Mountain Road Paradise Valley, AZ 85263 (480)443-4048 (480)443-4052 Fax (480) 284-3783 Cell Phone	

**CONFIDENTIAL-NOT TO BE DISTRIBUTED
ARIZONA HUMANE SOCIETY
BOARD OF DIRECTORS CURRENT AS OF:01/01/2000**

<u>NAME & TITLE</u>	<u>SPOUSE</u>	<u>HOME ADDRESS</u>	<u>WORK ADDRESS</u>
Susan Babbitt First Appointed: 10/99 Current Term Expires: 12/02 Eligible for: Reappointment		P.O. Box 132 Scottsdale, AZ. 85252 (480)945-3338	Finova Capital Corporation VP of Resort Finance & Specialty Real Est Finance (480)638-8412 (480)638-8445 Fax Email: sbabbitt@finova.com
Janet Betts First Appointed: 10/97 Current Term Expires: 12/00 Eligible for: Reappointment		10040 E Happy Valley 243 Scottsdale, AZ 85255 (480) 502-9297	Kutak Rock LLP. 8801 N. Scottsdale Rd. Suite #300 Scottsdale, AZ 85253 (480)429-7114 (480)429-6001 Fax Email: janbetts@kutakrock
Traci Cornell First Appointed: 10/99 Current Term Expires: 12/02 Eligible for: Reappointment		8501 N. 59th Place Paradise Valley, AZ. 85253 (480)443-0008 (480)368-0361 Fax	
Ginette Daniels First Appointed: 06/96 Current Term Expires: 12/02 Eligible for: Emeritus	(Sam)	9760 N. 105th Street Scottsdale, AZ 85258 (480) 857-9478	Ginette Daniels, Manager APS Comm., Mail Station 8528 PO Box 53999 Phoenix, AZ 85072 (602) 250-3674
Heldi Fischer First Appointed: 10/99 Current Term Expires: 12/02 Eligible for: Reappointment	(Thaine)	5320 N. 25th Street Phoenix, AZ. 85018 (602)468-9622 (602)533-8303 Fax	
Heather Greenbaum First Appointed: 04/98 Current Term Expires: 12/02 Eligible for: Reappointment	(Michael)	5612 N. Yuuca Paradise Valley, AZ 85253 (480)949-9090 (480)949-9066 Fax	
Judd R. Herberger First Appointed: 04/96 Current Term Expires: 12/02 Eligible for: Emeritus		10881 N. Scottsdale, 200 Scottsdale, AZ 85254 (602) 509-8077	10881 N. Scottsdale, 200 Scottsdale, AZ 85254 (480) 945-4516 (480) 945-4744 Fax
Proctor Houston First Appointed: 01/00 Current Term Expires: 12/02 Eligible for: Emeritus		7733 E. La Junta Rd. Scottsdale, AZ. 85255 (480)342-8880 (480)342-8884 Fax (602)628-8417 Cellular E-Mail: phouston@speedchoice.com	
Louie Moses First Appointed: 01/96 Current Term Expires: 12/01 Eligible for: Emeritus	(Teresa)	6715 E. Exeter Blvd Scottsdale, AZ 85251 (480) 675-8558	Moses Anshell 234 N. Central Ave. Phoenix, AZ 85004 (602) 254-7312 (602)252-0904 Email: moses@mosesanshell.com
Mike Osborn First Appointed: 01/00 Current Term Expires: 12/02 Eligible for: Emeritus	(Susan)	5747 N. 25th Place Phoenix, AZ. 85016 (602)912-9443 (602)499-3099 Cellular Phone	Robson Communities Senior Vice President of Marketing 9532 E. Riggs Rd. Sun Lakes, AZ. 85248 (480)895-4332 (480)895-4353 Fax
Joug Tessendorf First Appointed: 01/00 Current Term Expires: 12/02 Eligible for: Emeritus		5236 E. Hobart Street Mesa, AZ. 85205 (480)854-3962	City of Mesa/ Director of Real Estate PO Box 1466 20 E Main, #650 Mesa, AZ. 85201-1466 (480) 644-2520 (480)644-3465 Fax

ARIZONA HUMANE SOCIETY

STATEMENT OF FINANCIAL POSITION

October 31, 1999

ASSETS

CURRENT ASSETS

Cash and cash equivalents	\$ 518,412
Receivables:	
Accounts	54,390
Pledges	816,000
Wills	423,656
Inventory	16,767
Prepaid expenses	27,688
TOTAL CURRENT ASSETS	<u>1,856,913</u>

NOTES RECEIVABLE 35,367

INVESTMENTS 11,112,154

PROPERTY AND EQUIPMENT, less accumulated depreciation 1,284,199

CHARITABLE TRUSTS RECEIVABLE 112,931

TOTAL ASSETS \$ 14,401,564

LIABILITIES AND NET ASSETS

CURRENT LIABILITIES

Accounts payable	\$ 146,238
Accrued payroll and related liabilities	171,704
Deferred revenue	<u>101,000</u>
TOTAL CURRENT LIABILITIES	<u>418,942</u>

NET ASSETS

Unrestricted:	
Undesignated	5,348,358
Board designated	<u>1,021,710</u>
Total unrestricted net assets	6,370,068
Temporarily restricted	<u>7,612,554</u>
TOTAL NET ASSETS	<u>13,982,622</u>

TOTAL LIABILITIES AND NET ASSETS \$ 14,401,564

THE ARIZONA HUMANE SOCIETY
BALANCE SHEET AS OF
DECEMBER 31, 1999

ASSETS:

Cash	\$517,299
Promises to give	394,725
Accounts Receivable	104,941
Pledge Receivable	0
Inventory	8,716
Prepays, Deposits & Other	31,347
Total Current	<u>1,057,028</u>
Investments	11,962,846
PP&E (Net)	1,371,562
Notes Receivable	<u>35,367</u>

TOTAL ASSETS \$14,426,803

LIABILITIES:

Accounts Payable	\$187,487
Accrued expenses	116,700
Agency liability	0
Deferred revenue	0
Other liabilities	7,197
Total Current	<u>311,384</u>

NET ASSETS

Undesignated	5,533,418
Designated for Capital Campaign	7,458,658
Designated by Board (Endowment)	<u>1,123,343</u>

**TOTAL LIABILITIES
AND NET ASSETS** \$14,426,803

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.8) ~~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 or more 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 or more must be marked~~

YES ☐

NO ☒

~~If YES, provide the following information:~~

Chapter _____ Date Filed _____ Case Number _____

~~If YES, provide the following information: If the corporation is a subsidiary of a parent corporation, provide the name of the parent corporation and the date of incorporation. If the corporation is a subsidiary of a parent corporation, provide the name of the parent corporation and the date of incorporation.~~

12. SIGNATURES

~~CERTAIN: Annual Report must be signed by a duly authorized officer. Annual Report without authorized 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 Lisa Shover Date 1/14/2000 Name James Burgess Date 1-14-2000

Signature Lisa Shover Signature J. Burgess

Title Board of Directors President Title Secretary

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