



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

Arizona Corporation Commission



DUE ON OR BEFORE 06/05/2000

FY99-00

FILING FEE \$45.00

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.**

RECEIVED

APR 27 2000

ARIZONA CORR. COMMISSION
CORPORATIONS DIVISION

-0527522-1

1. VERDE REALTY ADVISORS, INC.

% STEVEN P JOHNSON

~~2525 E. CAMELBACK ROAD, SUITE 700~~ 2575 East Camelback Road, Suite 700
PHOENIX, AZ 85016

Business Phone: 602-778-5000 (Business phone is optional.)

State of Domicile: ARIZONA

Type of Corporation: PROFIT

2. Arizona Statutory Agent: STEVEN P JOHNSON

Street Address: ~~2525 E. CAMELBACK ROAD, SUITE 700~~ 2575 E. Camelback Rd., #700

(NOT P.O. BOX)

City, State, Zip: PHOENIX

AZ 85016-

Use this box only if appointing a new Statutory Agent

ACC USE ONLY IPR

Fee

\$45.00

Penalty \$

Reinstate \$

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 checked="" 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 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. (If no changes since last report, check here **X** and go on to Section 6.)

Number of Shares/Certificates Authorized
1,000,000

Class
COMMON STOCK

Series Within Class (if any)

Number of Shares/Certificates Issued
751,000

Class
COMMON STOCK

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: **Elizabeth Joanne Garcia**

Name:

NONE ☐

Name:

Name:

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

Name: **ELIZABETH JOANNE GARCIA**

Name: **STEVEN P JOHNSON**

Title: **PRESIDENT/CEO**

Title: **VICE-PRESIDENT**

Address: **2575 E. Camelback Rd., #700**

Address: **2575 E. Camelback Rd., #700**

~~2525 E. Camelback Rd., #1150~~

~~2525 E. Camelback Rd., #1150~~

PHOENIX, AZ 85016-

PHOENIX, AZ 85016-

Date taking office: **11/06/1992**

Date taking office: **11/06/1992**

Name: **STEVEN P JOHNSON**

Name: **NANCY V YOUNG**

Title: **SECRETARY**

Title: **TREASURER**

Address: **2575 E. Camelback Rd., #700**

Address: **3434 E BROADWAY BLVD**

~~2525 E. Camelback Rd., #1150~~

PHOENIX, AZ 85016-

TUCSON, AZ 85716-

Date taking office: **11/06/1992**

Date taking office: **11/06/1992**

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

Name: **ELIZABETH JOANNE GARCIA**

Name:

2575 E. Camelback Rd., #700

Address: **2575 E. Camelback Rd., #700**

Address:

PHOENIX, AZ 85016-

Date taking office: **11/06/1992**

Date taking office:

Name:

Name:

Address:

Address:

Date taking office:

Date taking office:

ATTACHMENT TO ANNUAL REPORT

No. 11. Statement of Bankruptcy

As to Steven P. Johnson, a director of the Corporation:

A. As to V-H Properties, Inc.

1. V-H Properties, Inc.,
a wholly owned subsidiary of Verde Holdings, Inc.,
an Arizona corporation
6300 E. El Dorado Plaza, Suite 100
Tucson, Arizona 85715
2. Steven P. Johnson, as officer of V-H Properties, Inc.
2525 East Camelback Road, Suite 1150
Phoenix, Arizona 85016
3. V-H Properties, Inc. was incorporated in Arizona and has transacted business in Arizona and Texas.
4. July 6, 1992 (date of incorporation) to December 31, 1993.
5. On September 11, 1992, V-H Properties, Inc. filed a petition for reorganization under Chapter 11 of the United States Bankruptcy code in the United States Bankruptcy court for the District of Arizona in Tucson under Case No. 92-2892-TUC-LO. V-H Properties, Inc. completed its reorganization in December, 1993.

B. As to Par 33 Property, Inc.:

1. Par 33 Property, Inc.,
a wholly owned subsidiary of Verde Holdings, Inc.,
an Arizona corporation
6300 E. El Dorado Plaza, Suite 100
Tucson, Arizona 85715
2. Steven P. Johnson, as officer of Par 33 Property, Inc.
2525 East Camelback Road, Suite 1150
Phoenix, Arizona 85016
3. Par 33 Property, Inc. was incorporated in Arizona and has transacted business exclusively in Arizona.
4. October 9, 1992 (date of incorporation) to December 31, 1993.
5. On October 16, 1992, Par 33 Property, Inc. filed a petition for reorganization under Chapter 11 of the United States Bankruptcy Court for the District of Arizona in Tucson under Case No. 92-3264 RTB. Par 33 Property, Inc. completed its reorganization in December, 1993.

ATTACHMENT TO ANNUAL REPORT

11. Statement of Bankruptcy

As to Nancy V. Young, a director, officer and incorporator of the Corporation:

A. As to E.C. Garcia and Company, Inc.

1. E.C. Garcia and Company, Inc.
6300 East El Dorado Plaza, Suite 100
Tucson, Arizona 85715
2. Nancy V. Young, as officer of E.C. Garcia and Company, Inc.
6300 East El Dorado Plaza, Suite 100
Tucson, Arizona 85715
3. E.C. Garcia and Company, Inc. was incorporated in Arizona and has transacted business in Arizona and New Mexico.
4. June 15, 1982 (date of incorporation) to present.
5. On April 2, 1990, E.C. Garcia and Company, Inc. filed a Petition for Reorganization under Chapter 11 of the United States Bankruptcy Code in the United States Bankruptcy Court for the District of Arizona in Tucson under Case No. 90-01009-TUC-LO. E.C. Garcia and Company, Inc. submitted a Plan of Reorganization and on November 27, 1990, the Bankruptcy Court entered its Order confirming the Plan of Reorganization, as amended. E.C. Garcia and Company, Inc. continued to own its properties and operate its business as a debtor in possession pursuant to the approved Plan of Reorganization. Subsequently, E.C. Garcia and Company has wound up its business. Nancy V. Young no longer serves as an officer of E.C. Garcia and Company, Inc. and is neither a director nor shareholder of E.C. Garcia and Company, Inc.

B. As to Redleaf, Inc.

1. Redleaf, Inc.
6300 East El Dorado Plaza, Suite 100
Tucson, Arizona 85715
2. Nancy V. Young, as officer of Redleaf, Inc.
6300 East El Dorado Plaza, Suite 100
Tucson, Arizona 85715
3. Redleaf, Inc. was incorporated in Arizona and transacts business exclusively in Arizona.
4. August 1, 1989 (date of incorporation) to present.
5. On August 8, 1990, Redleaf, Inc. filed a petition for reorganization under Chapter 11 of the United States Bankruptcy Code in the United States Bankruptcy Court for the District of Arizona in Phoenix under Case No. 90-08281-PHX-GBN. The

petition for reorganization was dismissed by the Bankruptcy Court and Redleaf, Inc. was liquidated and dissolved. Nancy V. Young served as an officer of Redleaf, Inc. but is neither a director nor a shareholder of Redleaf, Inc.

C. As to V-H Properties, Inc.

1. V-H Properties, Inc.,
a wholly owned subsidiary of Verde Holdings, Inc.,
an Arizona corporation
6300 East El Dorado Plaza, Suite 100
Tucson, Arizona 85715
2. Nancy V. Young, as officer of V-H Properties, Inc.
6300 East El Dorado Plaza, Suite 100
Tucson, Arizona 85715
3. V-H Properties, Inc. was incorporated in Arizona and transacts business in Arizona and Texas.
4. July 6, 1992 (date of incorporation) to present.
5. On September 11, 1992, V-H Properties, Inc. filed a petition for reorganization under Chapter 11 of the United States Bankruptcy Code in the United States Bankruptcy Court for the District of Arizona in Tucson under Case No. 92-2892-TUC-LO. V-H Properties, Inc. successfully completed its reorganization and has wound up its business and dissolved.

D. As to Par 33 Property, Inc.:

1. Par 33 Property, Inc.,
a wholly owned subsidiary of Verde Holdings, Inc.,
an Arizona corporation
6300 East El Dorado Plaza, Suite 100
Tucson, Arizona 85715
2. Nancy V. Young, as officer of Par 33 Property, Inc.
6300 East El Dorado Plaza, Suite 100
Tucson, Arizona 85715
3. Par 33 Property, Inc. was incorporated in Arizona and transacts business exclusively in Arizona.
4. October 9, 1992 (date of incorporation to present).

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. NA

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:

(See attached)

YES ☒

NO ☐

If YES, enter the following:

Chapter

11

Date Filed

9/11/92

Case Number

92-2892-TUC-LO

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 Steven R. Johnson Date 4-20-00 Name _____ Date _____

Signature  Signature _____

Title Vice President & Secretary Title _____

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