	CORPOR	TE OF ARIZONA ATION COMMISS TION ANNUAL REF CATE OF DISCLOS	SION PORT	0 0 3 7 2 2 4 9
DUE ON OR BEFORE 09	/11/2001	FY01-02	FILING	FEE \$45.00
The following information is re	quired by A.R.S. §§10-16 Commission's authori MITTED ON THIS ORIGI	22 & 10-11622 for all corpo ty to prescribe this NAL FORM, Make chang	orations organized pur form is A.R.S. §§ ges or corrections wher	rsuant to Arizona Revised 10-121.A. & 10-3121.A. e necessary. Information
10962401-6 BROWSERKEY, INC 16614 S 21ST ST				RECEIVED
PHOENIX, AZ 850	48-8100			SEP 1 4 2001
			Af	RIZONA CORP. COMMISSION CORPORATIONS DIVISION
Business Phone: State of Domicile:		iness phone is optional.) e of Corporation: <b>BUS</b>	<u></u>	
City, St ACC USE ONLY 9/14/ Fee \$_45 Penalty \$ Reinstate \$		<b>21ST ST</b> <b>AZ 85048-810</b> <b>Only if appoint</b> tory agent, the new age	<b>ing a new Sta</b> ont MUST consent to v company) having be	that appointment by en designated the new
Resubmit \$	2	e of new Statutory Age		
BUSINESS CO	re le / below which best desc			bur corporation.
<ul> <li>1. Accounting</li> <li>2. Advertising</li> <li>3. Aerospace</li> <li>4. Agriculture</li> <li>5. Architecture</li> <li>6. Banking/Finance</li> <li>7. Barbers/Cosmetology</li> <li>8. Construction</li> <li>9. Contractor</li> <li>10. Credit/Collection</li> <li>11. Education</li> <li>12. Engineering</li> <li>13. Entertainment</li> <li>14. General Consulting</li> <li>15. Health Care</li> <li>16. Hotel/Motel</li> <li>17. Import/Export</li> <li>18. Insurance</li> <li>19. Enginees</li> </ul>	<ul> <li>20. Manufacturing</li> <li>21. Mining</li> <li>22. News Media</li> <li>23. Pharmaceutical</li> <li>24. Publishing/Printing</li> <li>25. Ranching/Livestock</li> <li>26. Real Estate</li> <li>27. Restaurant/Bar</li> <li>28. Retail Sales</li> <li>29. Science/Research</li> <li>30. Sports/Sporting Even</li> <li>31. Technology(Compute</li> <li>32. Technology(Compute</li> <li>33. Television/Radio</li> <li>34. Tourism/Convention</li> <li>35. Transportation</li> <li>36. Utilities</li> <li>37. Veterinary Medicine//</li> <li>38. Other</li> </ul>	ers) Services	Charitable     Genevolent     Benevolent     Givic     Givic     Political     Givic     Social     Literary     Cultural     Civic     Social     Social     Cultural     Science/Research     Science/Research     Animal Husbandry     Animal Husbandry     Guetarial     Professional, commindustrial or trade as     Other	ciation ercial ssociation

## -0962401-6 BROWSERKEY, INC.

5. <u>CAPITALIZATION</u>: (Business Corporations and Business Trusts are <u>REQUIRED</u> 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	Class Series Within Class (if any)
Number of Shares/Certificates Issued	Class Series Within Class (if any)
List shareholders holding more than 20% of an beneficial interest in the corporation.	and Business Trusts are <b>REQUIRED</b> to complete this section.) ny class of shares issued by the corporation, or having more than a 20% ease Type or Print Clearly. Name:Name:
NONE [] Name: <u>Progressive</u> (	Computing Name:
7. OFFICERS Please Type or Print	Clearly.
Name: <u>Brent Burval</u>	Name: Leon Hauck
Title: President	Title: Vice President
Address: <u>16614 S. 21st St.</u>	Address: <u>3535 W. Dunlap Ave. #253</u>
<u>Phoenix, AZ 85048-8100</u>	* <b>.</b>
Date taking office: <u>September 5, 20</u> 0	-
Name: Jodie L. Benson	Name:
Title: Secretary/Treasurer	Title:
Address: 525 W. Villa Rita	Address:
Phoenix, AZ 85023	
Date taking office: <u>September 5, 20</u> 0	Date taking office:
8. <u>DIRECTORS</u> Please Type or Prin	
Name: Brent Burval	
Address: <u>16614 S. 21st St.</u>	
Phoenix, AZ 85048	•
Date taking office: 9/5/01	Date taking office: <u>9/5/01</u>
Name:	
Address:	
Date taking office:	Date taking office:

Please Enter Corporation Name:	BrowserKey,	inc.
Please Enter Corporation Name: _	220.002100,	

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

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 Ø

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.

+	Full name and prior names used.	5.	Date and location of birth.
1.	•	<u>.</u>	
2.	Full birth name.	6.	Social Security Number
З.	Present home address.	7.	The nature and description of each conviction or judicial action; the
4.	Prior addresses (for immediate		date and location; the court and public agency involved, and the file
	preceding 7 year period).		or cause number of the case.

#### 11. STATEMENT OF BANKRUPTCY (A.R.S. §§10-202.D.2 & 10-3202.02)

YES 🗆

Date Filed

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:

Chapter

Case Number

NO 🕅

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

<u>CAUTION:</u> 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 Jodie Benson	Date 9/7/01	NameDate	_
Signature <u>odi</u> d	Binon	Signature	
Title Secretary/Treas	urer	Title 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2	
(Signator(s) must	be duly authorized corpor	rate officer(s) listed in section 7 of this report.)	