



Jan 14 2005 8:06AM TGEN

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WEB FORM
COPYSTATE OF ARIZONA
CORPORATION COMMISSION
CORPORATION ANNUAL REPORT
& CERTIFICATE OF DISCLOSURE

DUE ON OR BEFORE 10/10/2004

FY04-05

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 on page 4 for proper format.

EXPEDITED

1. -1033519-5

THE TRANSLATIONAL GENOMICS RESEARCH INSTITUTE
~~440 N CENTRAL AVE #1900~~ 445 North Fifth Street
 PHOENIX, AZ 85004

A.C.C. CORPORATIONS DIV
RECEIVED

* DELINQUENT ANNUAL REPORT 01/10/2005: CONTACT THE COMMISSION AT 602-542-3235!

Business Phone: _____

(Business phone is optional)

State of Domicile: ARIZONA

Type of Corporation: NON-PROFIT

JAN 14 2005

2.

Statutory Agent: L AND R SERVICE CO
 Mailing Address: 40 N CENTRAL AVE #1900
 City, State, Zip: PHOENIX, AZ 85004-4429

Physical Address, If Different:
 Physical Address:
 City, State, Zip:

DOCUMENTS ARE SUBJECT
TO REVIEW BEFORE FILING

ACC USE ONLY

Fee \$ 10

Penalty \$

Refundable \$

Expedite \$ 35

Resubmit \$

Use this box only if appointing a new Statutory Agent

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

Printed Name 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

- 1. Accounting
- 2. Advertising
- 3. Architecture
- 4. Agriculture
- 5. Automobile
- 6. Banking/Finance
- 7. Business/Consulting
- 8. Construction
- 9. Distribution
- 10. Credit/Collection
- 11. Education
- 12. Engineering
- 13. Entertainment
- 14. General Consulting
- 15. Health Care
- 16. Hospitality
- 17. Import/Export
- 18. Insurance
- 19. Legal Services
- 20. Manufacturing
- 21. Mining
- 22. News Media
- 23. Pharmaceuticals
- 24. Publishing/Printing
- 25. Purchasing/Procurement
- 26. Real Estate
- 27. Restaurant/Food
- 28. Retail Sales
- 29. Sales/Marketing
- 30. Science/Research
- 31. Sports/Sports Events
- 32. Technology (Computer)
- 33. Technology (General)
- 34. Telecommunications
- 35. Transportation
- 36. Utilities
- 37. Veterinary Medicine/Animal Care
- 38. Other

NON-PROFIT CORPORATIONS

- 1. Charitable
- 2. Consumer
- 3. Educational
- 4. Child
- 5. Political
- 6. Religious
- 7. Social
- 8. Literary
- 9. Cultural
- 10. Artistic
- 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

Jan 14 2005 8:06AM TGEN

602-343-8451

p. 3

-1033519-5 THE TRANSLATIONAL GENOMICS RESEARCH INSTITUTE

Page 2

6. 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. PLEASE PRINT OR TYPE CLEARLY.

5a. Please examine the corporation's original Articles of Incorporation for the amount of shares authorized.

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

5b. Review all corporation amendments to determine if the original number of shares has changed. Examine the corporation's minutes for the number of shares issued.

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

8. 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. PLEASE PRINT OR TYPE CLEARLY.

NONE ☐

Name: _____ Name: _____

Name: _____ Name: _____

7. OFFICERS PLEASE PRINT OR TYPE CLEARLY. YOU MUST LIST AT LEAST ONE. *See Attachment*

Name: <u>Jeffrey Trent, Ph.D</u>	Name: <u>Richard L. Love</u>
Title: <u>President/CEO</u>	Title: <u>Chief Operating Officer</u>
Address: <u>445 North Fifth Street, 6TH Floor</u>	Address: <u>445 North Fifth Street, 6TH Floor</u>
<u>Phoenix, Arizona 85004</u>	<u>Phoenix, Arizona 85004</u>
Date taking office: <u>11-1-02</u>	Date taking office: <u>1-20-03</u>
Name: <u>Elizabeth Montanavor</u>	Name: <u>Bennett Dorrance</u>
Title: <u>Chief Financial Officer</u>	Title: <u>Secretary</u>
Address: <u>445 North Fifth Street, 6TH Floor</u>	Address: <u>445 NORTH FIFTH STREET, 6TH FLOOR</u>
<u>Phoenix, Arizona 85004</u>	<u>PHOENIX, AZ 85004</u>
Date taking office: <u>8-1-03</u>	Date taking office: <u>6-10-02</u>

8. DIRECTORS PLEASE PRINT OR TYPE CLEARLY. YOU MUST LIST AT LEAST ONE. *See Attachment*

Name: _____	Name: _____
Address: _____	Address: _____
Date taking office: _____	Date taking office: _____
Name: _____	Name: _____
Address: _____	Address: _____
Date taking office: _____	Date taking office: _____

Jan 14 2005 8:06AM TGEN

602-343-8451

P. 4

Please Enter Corporation Name: THE TRANSLATIONAL GENOMICS RESEARCH File number -1033519-5 Page 3**9. FINANCIAL DISCLOSURE (A.R.S. §10-11622.A.8)**Nonprofit corporations must attach a financial statement (e.g. income/expense statement, balance sheet including assets, liabilities). All other forms of corporations are exempt from filing a financial disclosure.**9A. MEMBERS (A.R.S. § 10-11622.A.9)**

Only Nonprofit Corporations must answer this question.

This corporation **DOES** ☐ **DOES NOT** ☒ have members.**10. CERTIFICATE OF DISCLOSURE (A.R.S. §§10-1622.A.6 & 10-11622.A.7)**Has ANY person serving either by election or appointment as an officer, director, trustee, incorporator and/or 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 business 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 regulation 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; |
| 4. Prior addresses (for immediate preceding 7 year period). | the date and location; the court and public agency involved, and the file or cause number of the case. |

11. STATEMENT OF BANKRUPTCY, RECEIVERSHIP or CHARTER REVOCATION (A.R.S. §§10-202.D.2, 10-3202.D.2, 10-1623 & 10-11623)A) Has the corporation filed a petition for bankruptcy or appointed a receiver? One box must be marked: YES ☐ NO ☒B) Has any person serving as an officer, director, trustee or incorporator of the corporation served in any such capacity OR held or controlled over 20% of the issued and outstanding common shares, or 20% of any other proprietary, beneficial or membership interest in any other corporation which has been placed in bankruptcy, receivership or had its charter revoked, or administratively or judicially dissolved by any state or jurisdiction?

(Underlined portion pertains to business corporations only)

One box must be marked: YES ☐ NO ☒If "YES" to A and/or B, 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. (e.g. officer, director, trustee or major stockholder)
2. The state in which each corporation was a) incorporated b) transacted business.
3. The dates of corporate operation.
4. If any involved person (listed in #1) has been involved in any other bankruptcy proceeding within the past year, the name and address of each corporation.
5. Date, Case number and Court where the bankruptcy was filed or receiver appointed.
6. Name and address of court appointed receiver.

12. SIGNATURES - Annual Records must be signed and dated by at least one duly authorized officer or they 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 Elizabeth Montemayor Date 1-13-05 Name _____ Date _____Signature Elizabeth Montemayor Signature _____Title CEO / Asst Treasurer Title _____

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

Jan 14 2005 8:06AM TGEN

602-343-8451

p.5

Annual Report Instruction Sheet - READ ME! PLEASE FOLLOW THESE DIRECTIONS!

Page 4

This is the instruction sheet for the annual reporting process for all corporations doing business in Arizona. Every corporation must submit an annual report once a year. This annual report must be correctly filled out and submitted by the assigned due date or the corporation may be administratively dissolved or have its authority revoked by the State of Arizona. This is the only notice you will receive. According to A.R.S. §10-1622.F, penalties accrue on business corporation annual reports which are submitted late (after the due date). Corporations must use the annual report form prescribed by the Corporation Commission. No other format is allowed.

Please verify the business address and statutory agent and agent address information on page one. Strike out incorrect information. Correct information should be legibly written above or to the side of struck, incorrect information. Complete the remainder of the form - use the corporation's original articles of incorporation, amendment documents and corporate minutes as guides for the stock questions. **IMPORTANT:** The entirety of this document is public record, including addresses cited. **Use black or blue ink.**

- ☐ **Section 1.** All corporations must state their name, address, zip code, domicile state, and type (e.g., nonprofit, business, sole, professional, business trust). Please list a business phone number.
- ☐ **Section 2.** All corporations must state the name and address of the current Statutory Agent for the corporation. Correct information about the Statutory Agent is vital to the legitimate authority and status of the corporation. The statutory agent must provide both a physical and mailing address. If statutory agent has a P.O. Box, then they must provide a physical description of their street address/location. New Statutory Agents must consent to their appointment by signing the appropriate line. A corporation must amend their records at the Commission anytime the Statutory Agent is changed or whenever the Agent's designated mailing address changes. Do not sign in the space provided, unless you are appointing a new agent.
- ☐ **Section 3.** Foreign (out-of-state/country) corporations must state their known place of business in this state and in the jurisdiction in which they are incorporated. List the primary address in Section 1, and the secondary address in Section 3.
- ☐ **Section 4.** All corporations must check the category that best describes the character of their corporation in the applicable business or nonprofit corporation area.
- ☐ **Section 5.** All business corporations must indicate the number of shares which they have authorized and issued, the class and series. All business trusts must indicate the number of transferable certificates held by trustees.
- ☐ **Section 6.** All business corporations must indicate the list of applicable shareholders.
- ☐ **Section 7.** Please list all principal officers. All corporations must have at least one duly authorized officer, with address.
- ☐ **Section 8.** Please list all directors. All corporations must have at least one director per A.R.S. §§10-808.A & 10-809.A.
- ☐ **Section 9.** All ~~Nonprofit corporations~~ must file a financial disclosure statement. Nonprofit corporations meet their obligation by attaching one of the following documents: 1) Their most recent copy of Page 2, Form 99 filed with the Arizona Department of Revenue; OR 2) A copy of the corporation's Charitable Organization Financial Statement as filed with the Arizona Secretary of State pursuant to A.R.S. §44-8882; OR 3) A copy of the corporation's Treasurer's Report/Financial Statement prepared for the current fiscal year; OR 4) A copy of the financial statement prepared for the corporation's members; OR 5) A statement that the corporation conducted no business in Arizona in the past year. All other types of corporations are exempt from filing a financial disclosure. All Nonprofit Corporations must also indicate whether or not the corporation has members.
- ☐ **Section 10.** All corporations must check either YES or NO in the Certificate of Disclosure. Those who check the "YES" box must supply the attachment required as explained in section 10.
- ☐ **Section 11.** All corporations must check either YES or NO in the Statement of Bankruptcy, Receivership or Charter Revocation (both A and B). Those who check the "YES" box must supply the attachment required as explained in section 11.
- ☐ **Section 12.** All corporations must read the declarations in this section. If they have complied, and if they have completed the Annual Report, then the applicable officer(s) listed in section 7 must acknowledge by signing and dating the report.
- ☐ **Sign, Date & Mail the Check and Annual Report.** Business corporations must send \$45, Nonprofit corporations \$10. Credit cards are not accepted. Business/profit corporations are subject to penalties if their report is submitted after its assigned due date. Contact the Annual Report section at 602-542-3285 (Phoenix) or 602-628-6580 (Tucson) or by FAX at 602-542-0082 for the penalty amount due.

MAIL OR DELIVER TO: ARIZONA CORPORATION COMMISSION 1000 West Washington PHOENIX, AZ 85007-2529	100 West Congress TUCSON, AZ 85701-4347
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Seek professional advice from your accountant, attorney, or other knowledgeable source if you need help with any section. The Commission's web site (www.az.state.us) has more general information about annual reports and reporting requirements. The Annual Reports Section of the Corporation Division cannot give legal or tax advice, but you may call them with your other questions regarding this form at (602) 542-3285.

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Jan 14 2005 8:08AM TGEN

602-343-8451

P. 6

TGen Board of Directors
December, 2004
Section 8

Mr. Ron Brown
6049 E. Sage Dr
Scottsdale, AZ 85253
Date taking office: 10/12/04

Mr. José Cárdenas, Esq.
Chairman
Lewis & Roca
40 N. Central Avenue, Suite 230
Phoenix, AZ 85004
Date taking office: 1/1/03

Ms. Susan Clark-Johnson
Publisher and CEO
The Arizona Republic
200 E. Van Buren Street
Phoenix, AZ 85001-1950
Date taking office: 1/1/03

Michael Crow, Ph.D.
President
Arizona State University
Administration Building, Room A201
Tempe, AZ 85287-2203
Date taking office: 1/1/03

Mr. Bennett Dorrance
Chairman
DMB Associates, Inc.
7600 E. Doubletree Ranch Road, Suite 300
Scottsdale, AZ 85258
Date taking office: 1/1/03

Mr. Peter S. Fine
President and Chief Executive Officer
Banner Health
1441 N. 12th Street
Phoenix, AZ 85006
Date taking office: 1/1/03

Margaret Foti, Ph.D.
Chief Executive Officer
American Association for Cancer Research
Public Ledger Building, Suite 826
150 S. Independence Mall West
Philadelphia, PA 19106-3483
Date taking office: 1/1/03

Mr. Bert A. Getz
Chairman and President
Globe Corporation
Suite 250
6730 N. Scottsdale Road
Scottsdale, AZ 85253

Date taking office: 1/1/03

The Honorable Phil Gordon
Mayor
City of Phoenix
200 W. Washington, 11th Floor
Phoenix, AZ 85003-1611
Date taking office: 2/10/04

John D. Harger, Ph.D.
President
Northern Arizona University
The Babbitt Administration Center
Knolles Drive, Building 51, Room 200
Flagstaff, AZ 86011
Date taking office: 1/1/03

Peter W. Likins, Ph.D.
President
University of Arizona
Administration Building, Room 712
Tucson, AZ 85721-0066
Date taking office: 1/1/03

Mr. John Murphy
Executive Director
Flinn Foundation
1802 N. Central Avenue
Phoenix, AZ 85004-1506
Date taking office: 1/1/03

Governor Janet Napolitano
Governor of Arizona
1700 West Washington, 9th Floor
Phoenix, AZ 85007
Date taking office: 1/1/03

Ms. Cindy Parseghian
Volunteer President
Ara Parseghian Medical Research Foundation
3530 E. Campo Abierto, Suite 105
Tucson, AZ 85718-3327
Date taking office: 1/1/03

Mr. William J. Post
President and CEO
Arizona Public Service
400 N. 5th Street
Phoenix, AZ 85004
Date taking office: 1/1/03

Jan 14 2005 8:08AM TGEN

602-343-8451

P. 7

TGen Board of Directors
December, 2004
Section 8

Franklyn G. Prendergast, M.D., Ph.D.
Director, Mayo Cancer Center
Mayo Clinic
200 First Street, S.W.
Rochester, MN 55905
Date taking office: 1/1/03

The Honorable Joul Ramos
President
Salt River Pima Maricopa Indian Community
10005 E. Osborn Road
Scottsdale, AZ 85256
Date taking office: 2/10/04

Mr. Richard Silverman
General Manager
Salt River Project
P.O. Box 52025
Phoenix, AZ 85072-2025
Date taking office: 6/8/04

Mr. Gary Stuart
President
Arizona Board of Regents
2039 E. Glenn Drive
Phoenix, AZ 85020
Date taking office: 10/12/04

Jeffrey M. Trent, Ph.D.
President and Scientific Director
Translational Genomics Research Institute
445 N. Fifth Street, 6th Floor
Phoenix, AZ 85004
Date taking office: 1/1/03

The Honorable William C. Turner
Chairman and CEO
Argyle Atlantic Corporation
5435 E. Lincoln Drive, Number 74
Scottsdale, AZ 85253-4118
Date taking office: 1/1/03

Mr. Steven M. Weinberg, Esq.
Greenberg Traurig LLP
2375 East Camelback, Suite 700
Phoenix, AZ 85016
Date taking office: 1/1/03

Jan 14 2005 8:08AM TGEN

602-343-8451

p. 8

SECTION 9

Translational Genomics Research Institute
Statement of Activity-Summary Auditors Format
 Period To Date
 For the Period from July 1, 2003 to June 30, 2004

	Month
Changes in unrestricted net assets	
Revenues and support:	
Unrestricted contributions	7,332,828.05
Federal Grants	2,172,607.68
Contracts	878,321.33
Service revenue	211,827.72
Other revenue	1,112,814.70
Interest income	23,730.27
Total unrestricted revenues	11,731,729.73
Net assets released from restrictions	8,190,633.65
Total unrestricted revenues and other support	20,922,363.38
Expenses:	
Salaries and benefits	13,269,478.78
Professional fees	4,064,227.24
Materials and supplies	3,634,883.39
Office expenses	1,458,722.09
Rent	1,025,436.22
Depreciation and amortization	1,128,666.18
Interest	67,208.70
Total expenses	24,653,512.60
(Decrease) increase in unrestricted net assets	-3,831,149.22
Changes in temporarily restricted net assets	
Contributions	8,742,549.24
In-kind contributions	10,000.00
Net assets released from restrictions	-8,190,633.65
(Decrease) increase in temporarily restricted net assets	-2,438,084.41
(Decrease) increase in net assets	-6,369,233.63
Net assets, beginning of year	12,891,823.68
Net assets, end of year	6,522,390.05

Jan 14 2005 8:08AM TGEN

602-343-8451

p. 9

Translational Genomics Research Institute
Statement of Financial Position - Summary
 Period To Date
 For the Period from July 1, 2003 to June 30, 2004

	Month
ASSETS	
Current Assets	
Total Cash & Cash Equivalents	817,792.80
Total Accounts Receivable	8,816,803.86
Total Prepaids	221,558.83
Total Other Current Assets	4,990.08
Total Current Assets	7,781,145.56
Nanobiomics	30,871.09
Refundable Deposits	88,142.75
Total Long Term Assets	97,013.84
Total Fixed Assets	3,880,076.81
TOTAL ASSETS	11,738,236.31
LIABILITIES AND NET ASSETS	
Accounts Payable	839,351.15
Accrued Expenses	425,193.31
Accrued Payroll	889,030.84
Payroll Taxes	135,541.04
Accrued Benefits	96,862.15
Other Current Liabilities	1,515,811.55
Total Current Liabilities	3,901,689.84
Long Term Liabilities	1,234,158.42
TOTAL LIABILITIES	5,215,848.26
Net Assets	
Unrestricted Net Assets	4,416,224.03
Temporarily Restr Net Assets	2,108,168.02
Permanently Restr Net Assets	
Total Net Assets	6,522,390.05
TOTAL LIABILITIES & NET ASSETS	11,738,236.31

**LEWIS
AND
ROCA**
—LLP—
LAWYERS

Cyndee Donaldson Clancy
40 North Central Avenue
Suite 1900
Phoenix, Arizona 85004-4429

Direct Dial: 602.262.5730
Direct Fax: 602.734.3848
ccclancy@lrllaw.com

Our File Number: 43419-00001

January 14, 2005

VIA FACSIMILE
(602) 542-0082

Arizona Corporation Commission
Annual Reports Division
1300 West Washington
Phoenix, Arizona 85007-2929

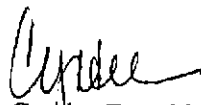
Attn: Diane

Re: The Translational Genomics Research Institute

Dear Diane:

In connection with the FY04-05 annual report of The Translational Genomics Research Institute that I faxed earlier today for filing, please process the filing on an **EXPEDITED** basis. You may draw against Lewis and Roca's Advance Account No. 1241 for the \$10 filing fee and the \$35 expedited service fee. Please telephone me at (602) 262-5730 if you have any questions, or send a fax at (602) 734-3848. Thank you for your assistance.

Sincerely,



Cyndee Donaldson Clancy
Paralegal

c: Quentin D. Vaughan, Esq.